

## **WAG Bylaws**

### **ARTICLE 1 - NAME**

The name of the organization shall be the Writers Alliance of Gainesville, hereinafter called WAG.

### **ARTICLE 2 - OBJECTIVE & PURPOSE**

WAG shall:

- A. Provide opportunities for its members to learn or improve the art and craft of writing and publishing.
- B. Convey such skills to others within the community (including, but not limited to public or private schools, civic groups, and social organizations) by means of classes, contests, workshops, meetings, programs, and other appropriate endeavors as approved by the Executive Committee.
- C. Conduct its business in the manner appropriate for a Florida non-profit (Fl Chapter 617) and a federal non-profit organization as defined by the Internal Revenue Code (IRC) 501(c)(3).
- D. Apply for, disburse, receive, and use funds from donations, annual membership dues, grants or endowments from public or private sources, which properly fall within the purview of an IRC 501 (c)(3) organization. WAG operates under a no lobbying clause.

### **ARTICLE 3 - MEMBERSHIP**

WAG membership in good standing shall:

- A. Be open to any adult (18 years of age or older) interested in writing and publishing without regard to race, sex, creed, color, national origin, or disability.
- B. Be based on an interest in writing and publishing; there shall be no pre-requisite of publication (for pay or otherwise) of work.
- C. Have paid in full the annual dues required as determined by the Executive Committee. Dues will established by the Executive Committee.

D. By the act of payment of dues, agree to abide by these Bylaws, as well as any implemented rules and customs of WAG.

#### **ARTICLE 4 - ORGANIZATION**

A. WAG shall:

1. Recognize all members in good standing as the general membership, which shall meet at least one time per month at a time and location selected by the Executive Committee. The vast majority of WAG monthly meetings with an educational program and/or guest speaker shall be open to the public.
2. In addition to the monthly programs, WAG may sponsor additional programs or workshops that may or may not be open to the public, and may or may not be admission free.

B. Members shall:

1. Participate directly in the election of the officers, recall of same, and approve amendments to these Bylaws.
2. Approve the annual budget.

C. The Executive Committee shall:

1. Meet once per quarter to handle all WAG business for the general membership, except the tasks previously mentioned.
2. Encourage the formation of small group "Critique Pods" (hereafter referred to as CP) designed to cover specific genres to deal with specific aspects of writing of interest to the CP membership, publicize the availability of these CP's, and suggest critique guidelines based on standard workshop guidelines.

D. The Critique Pods (CP):

1. Shall meet at the time, place, and frequency determined by each CP leader, with the advice and consent of the CP membership.
2. Participation in a CP requires WAG membership. Non-members may visit a CP once. A first-time visitor's work will not be critiqued.

## **ARTICLE 5 – OFFICERS, EXECUTIVE COMMITTEE, AND WAG BOARD**

- A. The elected officers shall be: President, Vice President, Secretary, and Treasurer. The term of office for elected officers shall be two years or until their successors are elected or appointed. Elected officers may serve two successive terms.
- B. The Executive Committee shall be: the elected officers and the immediate past President.
- C. The WAG Board shall consist of the Executive Committee, the *WAG Digest* editor, a *Bacopa* representative, the Webmaster, and all acting coordinators, including but not limited to Critique Pod Coordinator, Membership Coordinator, Program Coordinator, Publicity Coordinator, and Social Coordinator.
- D. For time-sensitive business, the Executive Committee shall have all the powers and authority of the WAG Board in the intervals between meetings of the WAG Board.

## **ARTICLE 6 - ELECTION OF OFFICERS**

- A. Members in good standing may be nominated or elected to a WAG office.
- B. No member shall be offered as a candidate for office without the consent of that member.
- C. Candidates for office shall be sought from the general membership by a three-person nominating committee appointed by the Executive Committee in September preceding an election year. The nominating committee's slate shall be announced at the October monthly meeting. Additional nominations may be made from the floor during the October general meeting.
- D. The Slate of Officers election shall be held during the November general meeting. Voting shall be by a voice vote among a simple majority of the members in good standing present.
- E. Officers shall be installed and take office from the Call to Order at the January general meeting.
- F. Elections take place every two years. Officers serve for the two-year term. An elected officer may be re-elected to serve one additional two-year term.

## **ARTICLE 7 - REMOVAL/RESIGNATION FROM OFFICE**

- A. Upon the resignation or removal from office of the President, the Vice President shall automatically and immediately assume the office of President.

- B. Upon the creation of a vacancy in any office (including the Vice President's succession to President), the Executive Committee shall immediately elect a member in good standing to serve out the remainder of that term.
- C. An officer or Executive Committee member shall be removed from office if he or she is no longer a member in good standing.

#### **ARTICLE 8 - DUTIES OF OFFICERS, EXECUTIVE COMMITTEE, & WAG BOARD**

- A. The President shall be the chief executive officer of WAG. The President shall preside at all WAG meetings, and, with the approval of the Executive Committee, appoint members to fill vacant positions, appoint committees, and delegate responsibilities to the *WAG Digest* editor, the *Bacopa* representative, the Webmaster, and all acting coordinators, including the Critique Pod Coordinator, Membership Coordinator, Program Coordinator, Publicity Coordinator, and Social Coordinator, and any others as needed. The President shall perform any duties incumbent upon a chief executive officer of an IRC 501 (c)(3) organization.
- B. The Vice President shall, in the absence of the President, assume the duties stated above. The Vice President shall perform other duties as delegated by the President and act as parliamentarian for WAG.
- C. The Secretary shall be responsible for the minutes of all Executive Committee meetings and any WAG general meeting where organization issues are acted upon by the general membership, and shall communicate any such minutes upon request. The Secretary shall be responsible for correspondence not specific to any other office; such correspondence may be handled upon the request of the Secretary by an Executive Committee member.
- D. The Treasurer shall receive and deposit all WAG funds in the financial institution currently serving WAG, keep a written record of all WAG financial matters, keep an up-to-date list of members in good standing, have the authority to disburse all funds specifically defined in the annual budget or approved in advance by the WAG Board, and require receipts for all disbursements. Any disbursements above \$50 not approved in advance by the WAG Board must have Executive Committee approval, and signature authority of the President or Vice President. The President shall have the authority to sign checks in the absence or removal of the Treasurer for up to \$500.
- E. Each elected officer shall maintain accurate and up-to-date records of her or his office and deliver such records to newly elected officers at the end of her or his term. Should an officer resign or be removed, such records shall be given immediately to the President until a replacement is installed.

- F. The Executive Committee shall prepare a proposed budget to present to the general membership at the April general meeting. The Executive Committee has the authority to determine the amount of membership dues and to direct any other fund-raising efforts to finance the annual budget.
- G. The Editor of the *WAG Digest* shall generate and publish the newsletter on a bi-monthly basis. The Editor is responsible for the design and content of this newsletter and shall produce the newsletter with the budget allocated by the Executive Committee. Upon the request of the editor, the President shall appoint members to help with this task.
- H. The Editor-in-Chief of WAG's journal, *Bacopa Literary Review*, together with the *Bacopa* Editorial Board (BEB), shall be responsible for establishing and publishing the guidelines governing submissions to both the General and Contest Submission categories. The Genre Editors' decisions, with the consensus of the BEB, are final. The BEB is under no obligation to award prize(s) if no entry in a category is deemed worthy. All entry fees are deposited in the WAG bank account and will be used to publish the journal and for any other WAG items or activities approved by the Executive Committee. The editor-in-chief shall appoint a BEB representative who will be a member of WAG's board.
- I. The *Bacopa* representative shall attend WAG's bimonthly board meetings to report *Bacopa* progress and/or issues, shall report relevant WAG board items to the BEB, shall coordinate the annual November WAG meeting, which presents readings from the new issue, and shall make *Bacopa* announcements, as needed, at monthly WAG meetings.
- J. The Critique Pod Coordinator shall assist members in joining pods, shall organize new pods as needs arise, and shall keep the critique pod list on WAG's website up to date.
- K. The Membership Coordinator shall accept applications and dues for new members, send welcome emails to new members, remind current members when they need to renew membership, and keep an up-to-date roster for monthly distribution to WAG board members who need the list in order to do their respective jobs.
- L. The Program Coordinator(s) shall be responsible for coordinating the speaker's program. The President shall appoint members to help in this task. Before confirming speakers and programs and publicizing events, the program coordinator shall present the ideas for programs and speakers to the Executive Committee for approval. After a speaker is confirmed, the program coordinator shall provide details of the presentation to the publicity coordinator and all other WAG board who will promote the program (e.g., *WAG Digest* editor, webmaster, facebook editor).
- M. The Publicity Coordinator shall prepare and send articles about all WAG programs to local media outlets.

- N. The Social Coordinator shall greet members and guests at general meetings and special programs, and shall, with the help of a committee, coordinate social functions.
- O. The Webmaster shall oversee all posts to the website and ensure that the site is kept up to date.

#### **ARTICLE 9 - COMMITTEES**

- A. Special committees shall be appointed by the President and approved by the Executive Committee to fulfill and perform any necessary functions consistent with these Bylaws.
- B. Special committees shall dissolve upon the completion of their assigned task.
- C. While a special committee is sitting, the chair of that committee shall attend WAG Board meetings and make oral and/or written reports of progress.

#### **ARTICLE 10 - DUES AND PRIVILEGES**

- A. Annual membership dues must be paid in full each year by the end of the month in which the member joined. All financial instruments shall be made payable to "Writers Alliance of Gainesville."
- B. Members shall be considered delinquent at the end of her or his anniversary month. Delinquent members shall have an additional one month grace period to pay dues before being dropped from the membership roster.
- C. Each member in good standing when a new edition of *Bacopa* is being distributed shall receive one free copy.

#### **ARTICLE 11 - QUORUM**

For any WAG business, a quorum shall be defined as:

- A. All members in good standing present at any general meeting. A quorum must be represented by at least 10% of the members.
- B. Three or more Executive Committee members present at any regular or specially-called Executive Committee meeting.
- C. Two or more members of any duly-called meeting of a special committee.

## **ARTICLE 12 - AMENDMENTS AND/OR REVISIONS TO THE BYLAWS**

- A. Proposed amendments and/or revisions shall be presented in one of two ways:
1. Presented in writing to the Executive Committee in the form of a petition signed by at least ten members in good standing.
  2. The Executive Committee shall form a committee to review current bylaws and propose any recommended changes. This committee shall have a minimum of three members consisting of Executive Committee members and/or delegates from the general membership.
- B. Proposed amendments or revisions to the Bylaws shall be posted on WAG's website. An announcement will be posted in the next available *WAG Digest*, with a link to the website page where the proposed amendments or revisions may be found.
- C. At the general meeting following publication of the proposed amendments, the general membership shall vote by a show of hands among the members in good standing present. A two-thirds majority must approve any proposal for passage.
- D. Any proposed amendment having gone through the above procedure and not having been approved, may not be presented again for a period of one year. The Executive Committee shall have the authority to determine if any new proposals constitute the same or substantially the same proposed amendment and deny action on it.
- E. Any member of WAG may propose new programs, speakers, pod formation, etc. All such proposals will be approved by a simple majority of WAG members or a majority of the Executive Committee.

## **ARTICLE 13 - NON-PROFIT STATUS**

WAG shall:

- A. Conduct itself as a tax-exempt organization as defined by Section 501(c)(3) of the United States Internal Revenue Code.
- B. Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.
- C. Use any funds received solely for the maintenance and operation of WAG.

- D. Pay no salaries or other remuneration other than reimbursement of actual, reasonable, and authorized expenses incurred in the maintenance and operation of WAG.
- E. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.
- F. Ensure that no member of the Executive Committee or general member shall profit financially from the demise of this organization.

#### **ARTICLE 14 – RATIFICATION AND REVISION(S)**

Bylaws were presented in writing to the Executive Committee of WAG on 11/16/08 and signed by President, Wendy Thornton. The bylaws were subsequently approved unanimously by the general membership.

Bylaws were revised by committee in 2015. Revised bylaws were (1) presented to the WAG Board in March, (2) posted on WAG's website for more than a month prior to a vote by the membership, (3) presented at the July meeting by President Susie Baxter and (4) unanimously approved by the general membership on that date, July 12, 2015.