



WAG Bylaws

ARTICLE 1 - NAME & LOGO

The name of the organization shall be the Writers Alliance of Gainesville, hereinafter called WAG, [a state and federal 501\(c\)3 nonprofit](#). The logo above, in color or black and white, is the official WAG logo and shall be used only for WAG business or by WAG partners to promote WAG. The logo may be rotated, enlarged, or reduced as long as proportions are constrained. The image portion of the logo (WAG with the pen) may also be used as an abbreviated logo. However, the colors in the color logo shall not be altered, and the logo shall not be stretched or otherwise distorted. Any change to the logo shall require a majority vote by the WAG Board.

ARTICLE 2 - OBJECTIVE & PURPOSE

WAG will:

- 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, various nonprofits, and social organizations) by means of classes, contests, workshops, meetings, programs, and other appropriate endeavors as approved by the Executive Committee or the WAG Board.
- C. Conduct its business in the manner appropriate for a Florida nonprofit (Fl Chapter 617) and a federal nonprofit 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/or 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~~ Does not require a pre-requisite of publication of work for pay or otherwise.
- C. Have paid in full the annual dues required as determined by the Executive Committee. Dues will be established by the Executive Committee.
- D. By the act of payment of dues, agree to abide by these Bylaws.

ARTICLE 4 - ORGANIZATION

A. WAG shall:

- 1. Recognize all members in good standing as the general membership, which shall meet at least once per month at a time and location selected by the Executive Committee. The vast majority of WAG monthly meetings will include an educational program and/or guest speaker and shall be free and 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 and ~~recall of same,~~ vote on amendments to these Bylaws.
- 2. Conduct themselves with integrity, collegiality, and care. Vote on the annual budget (see section 8F).

C. The WAG Board shall:

- 1. Meet at least once per quarter to handle WAG business for the general membership.
- 2. Encourage the formation and support of small group “Critique Pods” (hereafter referred to as CP or CPs) designed to cover ~~specific genres to deal with specific~~ aspects of writing of interest to the CP members~~hip~~, publicize the availability of these CPs, and suggest critique guidelines based on standard workshop guidelines.
- 3. Provide support to accomplish WAG’s ~~objectives~~ mission.

D. The Critique Pods (CPs):

1. Shall meet at the time, place, and frequency determined by each CP leader, with the advice and consent of the CP's membership. Each pod sets the maximum number of members and decides whether/when to accept new members.
2. Participation in a CP requires WAG membership. Non-members may visit a CP once as an observer.
3. Critique pod members shall critique the writing, not the writer, in a courteous manner.

ARTICLE 5 – OFFICERS, EXECUTIVE COMMITTEE, AND WAG BOARD

- C. The elected officers shall be: President, Vice President, Secretary, and Treasurer. The term of office for elected officers generally shall be two years ~~or until their successors are elected or appointed~~. Elected officers may serve-run for a second two successive terms.
- B. The Executive Committee shall be: the elected officers and the immediate past President.
- C. The WAG Board will consist of the Executive Committee, the Sunshine State Book Festival (SSBF) Chairperson, the *WAG Digest* editor, the *Bacopa* editor or representative, the ~~Webmaster~~Website Editor, and all other acting editors and coordinators, including but not limited to Critique-Pod Coordinator, Membership Coordinator, Program Coordinator, Publicity Coordinator, Facebook Coordinator, Beta Reader Coordinator, Speakers Bureau Coordinator, MailChimp Editor, and Greeter.~~Social Coordinator, and a Member at Large~~. Every WAG member is welcome to attend Board meetings.
- 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.
- E. Board members are expected to exercise the duties and responsibilities of their positions and conduct themselves with integrity, collegiality, and care as outlined by the National Council of Nonprofits. This includes:
 1. Making attendance at all meetings of the board a high priority.
 2. Being prepared to discuss the issues and business on the agenda, and having read all background material relevant to the topics at hand.
 3. Cooperating with and respecting the opinions of fellow Board members, and leaving personal prejudices out of all board discussions, and accept the majority's decisions.~~well as supporting actions of the Board even when the Board member personally did not support the action take~~
 4. Putting the interests of the organization above personal interests.

5. Representing the organization in a positive and supportive manner at all times and in all places.
6. Showing respect and courteous conduct in all board and committee meetings.

ARTICLE 6 - ELECTION OF OFFICERS

- A. Members in good standing may be nominated and 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~~selected by the ~~Executive Committee~~President 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. An email will be sent in September to the membership, asking members to send nominations to the nominating committee.
- E. At the October Board meeting the Board will vote on the slate of nominees submitted by the committee, and if approved, the slate will be announced at the October general meeting.
- F. At the November general meeting, the membership will vote on 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.
- G. Officers shall be installed and take office from the Call to Order at the January general meeting.
- H. Elections take place every two years. Officers serve for a 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 is 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 *Bacopa* representative, the Webmaster, editors, coordinators, and any others as needed. The President shall perform any duties incumbent upon a chief executive officer of an IRC 501 (c)(3) organization, including approval of all disbursements.
- B. The Vice President will, in the absence of the President, assume the duties stated above. The Vice President performs other duties as delegated by the President.
- C. The Secretary is responsible for the minutes of all Executive Committee and WAG Board meetings and any WAG general meeting where organization issues are acted upon by the general membership, and shall communicate any such minutes to the Board upon request. The minutes are submitted at the next Board meeting for approval. After the minutes are approved, the secretary shall place a copy of the minutes into the appropriate folder in WAG's google docs. 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 is responsible for maintaining the financial records of the organization including:
 - ~~— receives and deposits all WAG funds in the financial institution currently~~
 - ~~— serving WAG, keeps a written record of all WAG financial matters, has the authority to~~
 - ~~— disburse all funds specifically defined in the annual budget or approved in advance by the~~
 - ~~— WAG Board, requires receipts for all disbursements, and completes reports for government~~
 - ~~— agencies. 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 has the authority to sign checks in the absence or removal of the~~
 - ~~— Treasurer for up to \$500.~~
 1. Receiving and depositing ~~receives and deposits~~ all WAG funds in the financial institution currently serving WAG.
 2. Maintaining an up-to-date written record of all WAG financial matters.

3. Paying all invoices or requests for payment which have been approved by the WAG board, the Executive Committee, the President, or the President's designated surrogate. 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 has the authority to sign checks in the absence or removal of the Treasurer for up to \$500.
 4. Transferring funds from WAG's PayPal account to WAG's bank account on a monthly basis, and upon request of the Membership Coordinator, providing information on the payment of dues by members.
 5. Preparing monthly financial reports for the Board including the bank reconciliation.
 6. Preparing the annual budget in December. This budget is then submitted to the WAG board for review and approval at the January meeting.
 7. Ensuring that government reports related to WAG's nonprofit status are completed. These include the Florida Annual Report (SunBiz), IRS 990-N, the Department of Agriculture's Solicitation of Contributions report, and the System for Award Management (SAM).
 8. Paying USPS renewal fees for WAG's postal box and paying the renewal fee for WAG's website domain name and website hosting. It is understood by WAG that Wendy Thornton, one of WAG's founders, applied for the domain name and she will own the domain name in the event WAG should ever fold.
 10. Preparing the next year's annual budget in December. This budget is then submitted to the WAG Board for review and approval at the January meeting.
 10. Storing receipts and other important financial documents in WAG's Google docs account.
- 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 annual 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 (EIC) of WAG's journal, *Bacopa Literary Review*, shall be a WAG member in good standing and shall be approved by the WAG Board. The EIC shall select the Bacopa Editorial Board (BEB) from among WAG members. The EIC, together with the BEB, shall be responsible for establishing and publishing the guidelines governing submissions. 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. Any entry fees, if applicable, 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 or the WAG Board. The editor-in-chief will attend Board meetings or shall appoint a BEB representative who will be a member of WAG's Board.
- I. The EIC or the Bacopa representative shall attend WAG's Board meetings to report *Bacopa* progress and/or issues, shall report relevant WAG Board items to the BEB, shall coordinate the annual WAG meeting that presents readings from the new issue, ~~and~~ shall make *Bacopa* announcements as needed at monthly WAG meetings, and shall provide the Website Editors with updates so the winners and contributors may be listed on the website.
- J. The Critique Pod Coordinator will assist members in joining pods, will organize new pods as needs arise, and will notify the Website Editors so they can keep the critique pod list on WAG's website up to date.
- K. The Membership Coordinator will 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. The Membership Coordinator shall be able to view the PayPal account in order to see who has paid dues but may not issue payments or refunds from this account. The treasurer is solely responsible for payments and refunds.
- L. The Program Coordinator(s) is responsible for coordinating the speaker programs. 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 or WAG Board 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 members who will promote the program (e.g., *WAG Digest* editor, Webmaster, and Facebook Coordinator).
- M. The Publicity Coordinator will prepare and send articles about all WAG programs to local and online media outlets.

- N. The ~~Social Coordinator Greeter~~ will ~~greet-welcome~~ members and guests at general meetings, ~~and report the number of attendees to the library staff person who reserves WAG's meeting space, and special programs, and shall, with the help of a committee, coordinate social functions.~~
- O. The ~~Webmastersite~~ Editors will oversee all posts to the website and ensure that the site is kept up to date.
- P. The Facebook Coordinator will oversee WAG's Facebook page and make appropriate posts.
- Q. The Speakers Bureau Coordinator will accept applications from members, present them to the WAG Board for approval, and provide updates to the Website Editors so they can keep the list of speakers on the website up to date.
- R. The MailChimp Editor will send emails to members and non-members to alert them of programs and activities
- S. The Beta Reader Coordinator will facilitate linking WAG authors with Beta Reader volunteers who read the entire book and give feedback in specific areas such as: general flow, characters, and whether the story holds the interest of the reader. Beta Readers do not have to be members of WAG. All beta readers will be asked to complete an application form, and the Beta Reader Coordinator will keep these forms on file in order to connect readers and writers.

ARTICLE 9 - COMMITTEES

- A. Special committees may 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 dissolve upon the completion of their assigned tasks.
- C. While a special committee is sitting, the chair of that committee should 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 instrument~~ payments shall be made payable to "Writers Alliance of Gainesville" or "WAG."

- B. Members shall be considered delinquent at the end of ~~their~~ ~~her or his~~ anniversary month. Delinquent members have an additional one-month grace period to pay dues before being ~~dropped-removed~~ from the membership roster.
- C. When a new edition of *Bacopa* is published, each member in good standing shall receive a free copy.
- D. Members may join one or more Critique Pods.

ARTICLE 11 - QUORUM

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

- A. Ten percent or more of members in good standing present at any general meeting.
- 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.
- D. Three or more WAG Board members including two Executive Committee members at a Board meeting.

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 WAG Board members and/or delegates from the general membership.
- B. Proposed amendments or revisions to the Bylaws approved by the WAG Board shall be posted on WAG's website. An announcement will be emailed to members and/or 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 a general meeting following the 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. at a WAG Board meeting by notifying the President in advance so the proposal can be added to the agenda. ~~All such proposals may be approved by a simple majority of WAG members or a majority of the Executive Committee or the WAG Board.~~

ARTICLE 13 - NONPROFIT 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 authorized to operate under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.~~ Use any funds received solely for the maintenance and operation of WAG.
- C. Pay no salaries or other remuneration other than reimbursement of actual, reasonable, and authorized expenses incurred in the maintenance and operation of WAG.
- D. 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 state requirements. ~~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.~~
- E. Ensure that no member of the Executive Committee or general member shall profit financially from the demise of this organization.

ARTICLE 14 – RATIFICATION AND REVISIONS

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, when Susie Baxter was president and unanimously approved by the general membership on 7-12-2015.

Bylaws were revised, by committee, when Pat Caren was president. The bylaws were approved by the WAG Board on 8-2-2020 and by the general membership on 11-8-20.

These bylaws were revised by a committee when Jenny Dearing was president, approved by the WAG Board on June 9, 2024, and approved by the general membership on July 15, 2024.