

# Governing Conventions

For the

## Society of Southwestern Authors

# Constitution and Bylaws

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Original document authored by Dale A. Adams, 9030 E. 20<sup>th</sup> St. Tucson, AZ. 85710, May 4, 1992.

Revisions 1 through 7 authored by Dale A. Adams, 9030 E. 20<sup>th</sup> St. Tucson, AZ. 85710, on dates shown.

Revision 8 authored by Mike Rom on April 19, 2015

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# Readers Guide

## Format

complete governing documents for the **Society of Southwestern Authors** include the Constitution for the parent organization and the Chapter Bylaws for the chapter organizations.

**Constitution** consists of the Cover, Contents, Reader's Guide, Authority, Constitution Provisions, Appendices, Index and Glossary.

**Appendices** include the Membership Applications, **Appendix A**, the Recall Petition, **Appendix B**, and the Recall Ballot, **Appendix C**. Finally, **Appendix D** contains information for the formation of a new chapter. Chapter Bylaws, with highlighted areas to be completed, are compiled as a separate document.

**Chapter Bylaws** contain all provisions for the complete functioning of a Chapter. Therefore, some of the provisions in the Chapter Bylaws may read identically to provisions in the Constitution. Chapter Bylaw document, therefore, is usually all that's required for Chapter business.

## Purpose of the Documents

Constitution and Chapter Bylaws are the sole governing documents for the **Society of Southwestern Authors** and their Chapter organizations. They are not a supplement to any other document.

## Abbreviations, Acronyms and Definitions

Abbreviations and acronyms are generally avoided in these documents. Exceptions are listed in the Glossary. Certain definitions will also be listed in the Glossary.

## Provisions of the Constitution and Chapter Bylaws

### Conventions

Throughout the preparation of the Constitution and Chapter Bylaws, every attempt was made to assist the reader's understanding including the sequence of organization, choice of fonts, size of the type, and the spacing between titles and paragraphs. As a further aid to the reader, a formal term, such as *Executive Council*, may be shortened to *Council* within a provision.

## Indented Number System

Indented numbering used in this document is a proven system with maximum flexibility. It provides the most efficient use of space on the page and permits changes with minimal effect on the rest of the document.

## Provisions

Generally, only one provision is included for each numbered constitution provision or bylaw. This facilitates modification, especially when one provision is referenced to another. It also provides clarity and understanding for the reader.

## References

When a reference such as the example “**as described by C 5.2**” or more often “**C 5.2**” is found in a provision, that reference has been shown in bold type for the reader’s convenience and usually refers to a following provision. If a provision refers to a previous description, usually no reference will be shown. However, there may be exceptions when a reference to a previous description would serve as a convenient reminder to the reader.

## Ex Officio

term “Ex Officio,” frequently misunderstood and often misapplied, is not used in the Constitution or Chapter Bylaws. As an explanation, “Ex Officio” means only “by virtue of one’s office” which requires further context to be meaningful. For example, in the U.S. Senate the term refers to the practice under Senate rules that allows the chairman *and ranking minority members of a committee* to participate in *any of the subcommittees of that committee*, but generally not to vote. With this added detail, the term “Ex Officio” becomes meaningful. For our purposes, however, “Ex Officio” has virtually no meaning.

**Authority**  
**For the Adoption**  
**of a**  
**Constitution**

**Granted by the members of the**  
**Society of Southwestern Authors**

**P.O. Box 30355**  
**Tucson, AZ. 85751-0355**

A Nonprofit Organization  
Founded March 7, 1972  
Incorporated in the State of Arizona on May 4, 1992

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members of Society of Southwestern Authors, represented by those who have signed below, agree that this document supercedes and cancels all other documents where such documents or portions thereof may conflict with any provision contained herein.

This document was presented to the members of Society of Southwestern Authors at a membership meeting on October 19, 2003, and adopted by a two-thirds majority vote as the official constitution and bylaws of Society of Southwestern Authors.

above statements are certified as true and accurate by

**Society of Southwestern Authors**

\_\_\_\_\_  
President

**Society of Southwestern Authors**

\_\_\_\_\_  
Secretary

October 19, 2003

Personally known to me - **OR** -  proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

# Constitution

## C 1      **NAME**

- C 1.1**      This organization shall be known as **Society of Southwestern Authors**.
- C 1.2**      organization known as **Society of Southwestern Authors** shall include all Chapters of that organization.
- C 1.2.1**    abbreviation “**SSA**” shall be considered throughout these documents as the proper and legal acronym for **Society of Southwestern Authors**.

## C 2      **PURPOSE**

- C 2.1**      purpose of **Society of Southwestern Authors** is to conduct any lawful business for which nonprofit corporations may be incorporated under the laws of the State of Arizona as they may be amended from time to time.
- C 2.2**      A further purpose of Society of Southwestern Authors shall be to conduct a program of activities designed to
- A**      Promote mutually supportive fellowship among members of the writing profession,
  - B**      Provide recognition for members’ professional achievements in the field of writing,
  - C**      Provide stimulation toward further achievement and
  - D**      Encourage and assist persons seeking to become professional writers.

## C 3.      **AUTHORITY**

- C 3.1**      Constitution and Bylaws are authorized and adopted by the members of **Society of Southwestern Authors** as shown by the Authority document.
- C 3.1.1**    Authority document is an integral part of this constitution.
- C 3.2**      **PARLIAMENTARY AUTHORITY**
- C 3.2.1**    rules contained in the current edition of Robert’s Rules of Order shall be considered a supportive document to be implemented as an aid to resolving procedural questions.
- C 3.2.2**    rules contained in the current edition of Robert’s Rules of Order may be implemented during a meeting by a majority vote of members present.

**C 3.3 SCOPE**

**C 3.3.1** Constitution and Chapter Bylaws are the sole governing regulations for **Society of Southwestern Authors**.

**C 3.4 EFFECTIVITY**

**C 3.4.1** Constitution and Bylaws are effective immediately upon the close of the membership meeting as described in **C 7.1.1.1** during which they are adopted by a two thirds majority vote of the members present.

**C 4 ADMINISTRATION**

**C 4.1 EXECUTIVE COUNCIL**

**C 4.1.1** Term “Executive Council” shall be referenced to and correspond with the term “Board of Directors” as used in the original Articles of Incorporation.

**C 4.1.2** Executive Council shall consist of the President, Vice President, Treasurer, Recording Secretary and seven Council Members at Large.

**C 4.2 AUTHORITY**

**C 4.2.1 Powers and Responsibilities**

**C 4.2.1.1** Executive Council shall have general oversight of the activities of **Society of Southwestern Authors** and associated Chapters.

**C 4.2.1.2** Executive Council may appoint standing or special committees, not excluding themselves, to conduct the activities of **Society of Southwestern Authors**.

**C 4.2.1.3** Executive Council may contract with individuals, agencies or companies as described in **C4.2.1.4**.

**C 4.2.1.4** Contractual agreements as described in **C 4.2.1.3** are subject to the provisions of **C 4.4.1.8** and **C 4.4.1.9**.

**C 4.2.1.5** Executive Council shall be responsible for the financial and property matters of **Society of Southwestern Authors**.

**C 4.2.1.6** Executive Council shall be responsible for maintaining and protecting the property of **Society of Southwestern Authors**.

**C 4.2.1.7** Executive Council shall be responsible for the management of the business and fiscal affairs of **Society of Southwestern Authors**.

**C 4.2.1.8** Executive Council shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Arizona, except as otherwise provided herein.

- C 4.2.1.9 Executive Council shall be responsible for this organization’s investments and its total insurance program.
- C 4.2.1.10 Executive Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a majority vote of the members of **Society of Southwestern Authors**.
- C 4.2.1.11 Executive Council may conduct an audit of the financial records of **Society of Southwestern Authors** at any time.
- C 4.2.1.12 In the event of serious and urgent circumstances, the Executive Council may suspend any provision of the Constitution or of a Chapter Bylaw.
- C 4.2.1.13 action described in C 4.2.1.12 will require a two thirds majority vote of the Executive Council.
- C 4.2.2 **Publications**
- C 4.2.2.1 Executive Council may sponsor and fund a periodical.
- C 4.2.2.2 Executive Council may sponsor and fund documents, forms and publications required for the administration of **Society of Southwestern Authors**.
- C 4.2.2.3 funding for periodicals, documents, forms and publications as described in C 4.2.2.1 will be approved by a majority vote of the Executive Council.
- C 4.2.2.4 provisions of C 4.2.2.1, C 4.2.2.2 and C 4.2.2.3 are not subject to C 10.2.2.
- C 4.3 **QUALIFICATIONS OF OFFICERS**
- C 4.3.1 **President**
- C 4.3.1.1 A candidate for the office of President shall have completed at least two years as a Professional Member of **Society of Southwestern Authors** prior to being nominated.
- C 4.3.1.2 A candidate for the office of President shall have completed at least one year as a member of the Executive Council prior to being nominated.
- C 4.3.2 **Vice President**
- C 4.3.2.1 A candidate for the office of Vice President shall have completed at least two years as a Professional Member of **Society of Southwestern Authors** prior to being nominated.
- C 4.3.2.2 A candidate for the office of Vice President shall have completed at least one year as a member of the Executive Council prior to being nominated.
- C 4.3.3 **Treasurer**
- C 4.3.3.1 A candidate for the office of Treasurer shall have completed at least two years as a Professional Member of **Society of Southwestern Authors** prior to being nominated.

- C 4.3.3.2 A candidate for the office of Treasurer shall have completed at least one year as a member of the Executive Council prior to being nominated.
- C 4.3.4 **Office of Recording Secretary**
- C 4.3.4.1 A candidate for the office of Recording Secretary shall have been classified as a Professional Member prior to being nominated.
- C 4.3.5 **Member-At-Large Positions**
- C 4.3.5.1 At least five candidates for the position of Member-At-Large shall have been classified as Professional Members prior to being nominated.
- C 4.3.5.2 Executive Council may appoint a qualified member to head a committee.
- C 4.4 **DUTIES OF OFFICERS**
- C 4.4.1 **President**
- C 4.4.1.1 President will preside at meetings of the general membership and at meetings of the Executive Council.
- C 4.4.1.2 President may attend all committee meetings except as otherwise defined by the bylaws.
- C 4.4.1.3 President may not vote at committee meetings except as otherwise defined by the bylaws.
- C 4.4.1.4 President will not be eligible for membership on the Nominating Committee.
- C 4.4.1.5 President will act as Statutory Agent for **Society of Southwestern Authors**.
- C 4.4.1.6 President may appoint a member to act as Statutory Agent as described in C 4.4.1.5.
- C 4.4.1.7 Statutory Agent will submit an Annual Report to the Arizona State Corporation Commission.
- C 4.4.1.8 President will represent **Society of Southwestern Authors** as the legal signatory on any contractual agreement with a person, agency or company
- C 4.4.1.9 President may appoint a member to represent **Society of Southwestern Authors** as described in C 4.4.1.8
- C 4.4.1.10 A contractual obligation as described in C 4.4.1.8 or C 4.4.1.9 exceeding \$500.00 shall be approved by the Executive Council.
- C 4.4.1.11 President will have the required signature authority to access all accounts, financial records and statements.

**C 4.4.2 Vice President**

**C 4.4.2.1** In the absence of the President, the Vice President will preside with the same authority and limitations of the President.

**C 4.4.3. Recording Secretary**

**C 4.4.3.1** Recording Secretary shall keep accurate minutes of all meetings of **Society of Southwestern Authors** and of the Executive Council.

**C 4.4.3.2** Recording Secretary shall keep such other records as required to insure the complete and efficient functioning of **Society of Southwestern Authors**.

**C 4.4.3.3** Recording Secretary shall preserve and protect all records as described in **C 4.4.3.1** and **C 4.4.3.2** and will insure that all such records are accessible and available to the members of the Executive Council.

**C 4.4.4 Treasurer**

**C 4.4.4.1** Treasurer shall keep records of the money accounts of **Society of Southwestern Authors**.

**C 4.4.4.2** Treasurer shall preserve and protect all records as described in **C 4.4.4.1** and will insure that all such records are accessible and available to the members of the Executive Council.

**C 4.4.4.3** Treasurer shall have access to the accounts where funds are banked, deposited or held.

**C 4.4.4.4** Treasurer shall disburse funds at the direction of the Executive Council or from such other person as delegated by the Executive Council.

**C 4.4.4.5** Expenditures exceeding \$500 must be approved by the Executive Council.

**C 4.4.4.6** Treasurer shall submit monthly reports to the Executive Council including records of receipts and disbursements.

**C 4.5 ELECTION OF OFFICERS**

**C 4.5.1 Election**

**C 4.5.1.1** An office shall be filled by election during the annual meeting as described in **C 7.2**.

**C 4.6 TERMS OF OFFICE**

**C 4.6.1 President**

**C 4.6.1.1** President may serve four consecutive terms of office.

**C 4.6.1.2** President, after serving as described in **C 4.6.1.1**, may not be elected to the office of President until one year has passed.

- C 4.6.1.3** In the event that the President is unable or unwilling to continue the duties and responsibilities of the office as described in **C 4.4.1.1**, the Vice President will assume the duties of the President for the remainder of the current term.
- C 4.6.1.4** In the event that the President is unable or unwilling to continue the duties and responsibilities of the office as described in **C 4.4.1.1**, the Executive Council may call for an election as described in **C 7.3** to fill the office of the Vice Presidency.
- C 4.6.1.5** removal of the President for reasons described in **C 4.6.1.3** and without objection or resistance by the President, shall not require a recall action.

**C 4.6.2 All Offices**

- C 4.6.2.1** An officer's term of office will begin on the first day of the fiscal year as described in **C 14.1** following the membership meeting during which the officer was elected.
- C 4.6.2.2** An officer's term of office will end on the last day of the fiscal year as described in **C 14.1** following the membership meeting during which the officer was elected.

**C 4.7 VACATED OFFICE**

- C 4.7.1** Should the office of President, Vice President or Treasurer be vacated before the end of the fiscal year during which that officer was elected, an election to fill the vacated office must be conducted according to **C 4.8**
- C 4.7.2** Should the office of President, Vice President or Treasurer be vacated sufficiently late in the term that the constraints of **C 4.8** cannot be met, the provisions of **C 4.7.3** may be applied.
- C 4.7.3** Should any office, other than those described in **C 4.7.1**, be vacated before the end of the fiscal year during which that office was filled, an election, as described in **C 4.8**, may be conducted, at the discretion of the Executive Council, to fill that office.

Note: **C 4.7.3** and **C 4.7.4** are *alternate* actions available to the Executive Council.

- C 4.7.4** Should any office other than those described in **C 4.7.1** be vacated before the end of the fiscal year during which that office was filled, the duties of that office may be assigned to another member of the Executive Council as selected by a majority vote of the Executive Council.

**C 4.8 ELECTION TO FILL A VACATED OFFICE**

- C 4.8.1** An election process as described in **C 4.7.1** will begin immediately upon receipt of reliable information that a vacancy has occurred or will occur.
- C 4.8.1.1** Nominating Committee, as defined in **C 5.1** will call for nominations to fill the vacated office as defined in **4.7** at the next membership meeting.
- C 4.8.1.2** Nominations will be accepted until the membership meeting following the membership meeting described in **C 4.8.1.1**.

- C 4.8.1.3 Publishing
- C 4.8.1.3.1 occurrence of the vacancy, nominations, and the election to fill the vacancy will be published according to C 11.
- C 4.8.1.3.2 Following the nominations described in C 4.8.1.1, nominations will be closed.
- C 4.8.1.4 Following the close of nominations described in C 4.8.1.2, the President will call for a vote as described in C 7.4.1.
- C 4.8.1.5 Following the voting as described in C 4.8.1.4, the President will declare the vacated office to be filled.

## **C 5 ELECTIONS**

### **C 5.1 Election Of Nominating Committee**

- C 5.1.1 At the regular membership meeting immediately following the Annual Membership meeting, a Nominating Committee of three members will be elected as described in C 7.1.1.1.
- C 5.1.2 Nominating Committee will select candidates for all offices to be filled during the following year.
- C 5.1.3 Nominating Committee will remain intact and available for the balance of the fiscal year as described in C 14.

### **C 5.2 Announcement Of Candidates**

- C 5.2.1 Nominating Committee will submit their selection of candidates for all offices to be filled one month prior to the Annual Membership Meeting as described in C 7.2.1.1

### **C 5.3 Election Of Officers**

- C 5.3.1 At the Annual Membership Meeting, as described in C 7.2.1.1, additional nominations for any office to be filled will be invited.

## **C 6 ABSENTEE PROVISIONS**

### **C 6.1 ABSENTEE VOTING**

- C 6.1.1 Absentee voting for the annual election of officers will be guaranteed by the Executive Council.
- C 6.1.2 Absentee voting for the recall of an elected officer will be guaranteed by the Executive Council.
- C 6.1.3 Absentee voting to replace a vacated office will be at the discretion of the Executive Council.
- C 6.1.4 Absentee voting for decisions other than C 6.1.1, C 6.1.2 and C 6.1.3 shall be at the discretion of the Executive Council.

## **C 6.2 BALLOT DISTRIBUTION**

- C 6.2.1** An Election Administrator shall be appointed by the Executive Council to insure the intended recovery of votes by absentee balloting.
- C 6.2.2** Absentee Ballots may be distributed by any practical means except as restricted by **C 6.2.3**.
- C 6.2.3** Balloting by electronic means shall not be permitted.
- C 6.2.4** Absentee ballots shall be distributed with instructions insuring the traceable identification and confidentiality of the voter.
- C 6.2.5** An absentee ballot shall be returned to the Election Administrator in a sealed envelope with a traceable identification of the voter, as described in **C 6.2.7**, recorded on the outside of the envelope.
- C 6.2.6** absentee ballots will be removed from their sealed envelopes for counting by the Election Administrator in the presence of two members of the Society of Southwestern Authors acting as witnesses.
- C 6.2.7** Traceable identification shall include the name and contact information of the voter.

## **C 7 MEETINGS**

### **C 7.1 BUSINESS MEETINGS**

#### **C 7.1.1 Membership**

- C 7.1.1.1** Membership meetings are for the purpose of conducting all general business of **Society of Southwestern Authors** including nominations, elections and the recall of officers.
- C 7.1.1.2** Membership Meetings shall be scheduled by the Executive Council.
- C 7.1.1.3** Membership meetings may incorporate entertainment, guest speakers and other activities.
- C 7.1.1.4** Notification of Membership meetings shall be according to **11.1**

#### **C 7.1.2 Executive Council**

- C 7.1.2.1** Executive Council will meet at least four times a year.
- C 7.1.2.2** President will call a meeting of the Executive Council within one week following a written request of four members of the Council.

### **C 7.2 ANNUAL MEETINGS**

#### **C 7.2.1 Annual Meeting Schedule**

- C 7.2.1.1** Annual Meeting will be scheduled during the month of April.

## **C 7.3 SPECIAL MEETINGS**

- C 7.3.1** A request for a special meeting may be made by the President of the Executive Council.
- C 7.3.2** A request for a special meeting may be made by majority vote of the Executive Council.
- C 7.3.3** A written request for a Special Meeting may be submitted to the Executive Council by not less than fifteen members.
- C 7.3.4** A written request for a Special Meeting must describe the reason for the request.
- C 7.3.5** A written request for a Special Meeting must include the signatures of the requesting members.
- C 7.3.6** Within seven days following the request for a Special Meeting as described in **C 7.3.1**, a special meeting will be scheduled.
- C 7.3.7** time for a Special Meeting scheduled by the Executive Council will be announced as described in **C 11**.

## **C 7.4 QUORUM**

- C 7.4.1** A quorum at any Membership Meeting will consist of fifteen members, including two members of the Executive Council.
- C 7.4.2** A quorum at any Executive Council Meeting will consist of five members of the Executive Council.

## **C 7.5 Proxy Voting**

- C 7.5.1** There is no provision for proxy voting at meetings.

## **C 7.6 ACTIVITY RESTRICTIONS**

- C 7.6.1** During the month of the conference, any organized activity, other than a regular Membership Meeting or a scheduled meeting of the Executive Council or a Chapter Board of Directors, shall be approved by the Executive Council.

## **C 8 MEMBERSHIP**

### **C 8.1 MEMBERSHIP COMMITTEE**

- C 8.1.1** Executive Council will appoint a Membership Committee.
- C 8.1.2** Executive Council may choose members for the Membership Committee from the members of the Council.
- C 8.1.3** Membership Committee will elect a person to chair the committee from within that committee.

### **C 8.2 PURPOSE OF MEMBERSHIP COMMITTEE**

C 8.2.1 Membership Committee, with the authority assigned in C 8.1.1, will review each application for membership to determine the category definition for that member.

### C 8.3 CATEGORY STATUS DEFINED

C 8.3.1 **Professional** and **Associate** Memberships shall be sought by applications as described in **Appendix A**

#### C 8.3.2 **Professional Member**

C 8.3.2.2 Professional Member qualifications are defined in C 8.3.4.1.

C 8.3.2.3 A Professional Member may seek and hold office in **Society of Southwestern Authors**.

#### C 8.3.3 **Associate Member**

C 8.3.3.1 A member may be approved as an Associate Member by the Membership Chairman and one member of the Executive Council.

C 8.3.3.2 An Associate Member may participate in all activities of the Society of Southwestern Authors except as restricted by C 8.3.2.3

#### C 8.3.4 **Honorary Member**

C 8.3.4.1 title of Honorary Member may be granted to any person with the approval of a two thirds majority of the membership.

C 8.3.4.2 An Honorary member may attend all meetings normally open to the general membership.

C 8.3.4.3 An Honorary member shall be exempt from initiation fees and annual dues.

C 8.3.4.4 An Honorary Member may not hold any office in **Society of Southwestern Authors**.

C 8.3.4.5 An Honorary Member may not vote.

## **C 9 PROPERTY OWNERSHIP**

### C 9.1 ACQUISITION AND DISPOSAL

C 9.1.1 Executive Council may acquire real and personal property by gift, devise, purchase, or other lawful means.

C 9.1.2 Executive Council may hold title to and use its property for any and all activities consistent with the purposes of **Society of Southwestern Authors**.

C 9.1.3 Executive Council may sell, mortgage, lease, transfer, or otherwise dispose of property as defined by C 9.1.2 by any lawful means.

- C 9.1.4** If a Chapter or other Sub Organization of **Society of Southwestern Authors** ceases to exist, title to non-disposable property in the name of that Chapter or other Sub organization shall pass to the Executive Council.
- C 9.1.5** If the Society of Southwestern Authors ceases to exist, assets shall be disposed of according to the Articles of Incorporation filed with the Arizona Corporation Commission, Corporations Division, 1300 W. Washington, Phoenix, AZ 85007-2929

## **C 10. FINANCES**

### **C 10.1 GENERAL**

- C 10.1.1** General financial matters shall be under the supervision of the Executive Council.
- C 10.1.2** financial matters of the **Society of Southwestern Authors** should generally be treated as confidential information.

### **C 10.2 SPECIFIC**

- C 10.2.1** Specific and individual financial matters, including receipt and expenditure of funds, and maintenance of records shall be under the direction of the Treasurer.
- C 10.2.2** Except as provided in **C 4.2.2.3**, expenditures of funds in amounts greater than \$500 will require the approval of the Executive Council.

## **C 11. PUBLISHING**

### **C 11.1 PUBLISHING DEFINED**

- C 11.1.1** terms "publishing" and "publish", unless otherwise defined, shall mean that a publication, notification, announcement or item of information in any form shall be offered to members by any or all of the means described in **C 11.1.1.1, C 11.1.1.2, C 11.1.1.3 and C 11.1.1.4**.
- C 11.1.1.1** Placement of the item of information on a display table in such a manner that it is clearly visible and easily accessible to members during a membership meeting shall constitute a publishing method.
- C 11.1.1.2** Printing of the item of information, for distribution by a direct mailing to all members shall constitute a publishing method.
- C 11.1.1.3** Printing of the item of information in the first issue of the *WriteWord* newsletter preceding or following the event, as appropriate shall constitute a publishing method.
- C 11.1.1.4** Electronic notification of the item of information using direct e-mail or a list service shall constitute a publishing method.

## **C 11.2 DIRECT MAILING DEFINED**

**C 11.2.1** terms "Direct Mail" or "Direct Mailing", unless otherwise defined, shall mean that an item or an item of information shall be sent, by U.S. Mail, to the members as listed in the membership directory as defined by **C 4.2.2**

## **C 12 DISCIPLINE**

### **C 12.1 FORMAL COMPLAINT**

#### **C 12.1.1 Procedure**

**C 12.1.1.1** A Formal Complaint may be filed by any member of **Society of Southwestern Authors**.

**C 12.1.1.2** A Formal Complaint must be submitted to the Executive Council by a direct mailing as defined in **C 11.2**.

#### **C 12.1.2 Complaint Committee**

**C 12.1.2.1** Upon receipt of a complaint as described in **C 12.1.1.2**, the Executive Council will appoint a three member Complaint Committee.

**C 12.1.2.2** Members of the Complaint Committee will be chosen first from the Executive Council and then from other members as necessary.

**C 12.1.2.3** Names shown on the original Complaint will not be eligible to serve on the Complaint Committee.

**C 12.1.2.4** subject named in a complaint will not be eligible to serve on the Complaint Committee.

#### **C 12.1.3 Validation**

**C 12.1.3.1** Complaint Committee will verify that signatures on a complaint are legible.

**C 12.1.3.2** Complaint Committee will verify that addresses on a complaint are traceable.

**C 12.1.3.3** There must be at least one legible signature with a traceable address to continue the complaint procedure.

#### **C 12.1.4 Hearing**

**C 12.1.4.1** Complaint Committee will set a hearing date.

**C 12.1.4.2** An acknowledgment of receipt of a Formal Complaint, an invitation to attend the hearing and the date of the hearing will be returned to the complainant by a direct mailing as defined in **C 11.2**.

**C 12.1.4.3** A copy of the Formal Complaint, an invitation to attend the hearing and the date of the hearing will be sent to the subject named in the complaint by a direct mailing as defined in **C11.2**.

**C 12.1.4.4** Complainant or one representative of multiple complainants and the Subject of the Complaint will be invited to the hearing.

**C 12.1.5 Procedure**

**A** At a hearing called by the Complaint Committee and attended by the Complainant and the Subject of the Complaint, the complaint will be read.

**B** Complainant will be invited to speak for no longer than ten minutes. Complainant may not add to the original complaint. Complainant may rescind any part of the original complaint.

**C** Subject is invited to speak for no longer than ten minutes. Subject may offer verbal or written material defending the charges listed on the original complaint.

**D** Complainant and Subject are dismissed.

**C 12.1.6 Disposition**

**C 12.1.6.1** Executive Council may decide to dismiss the complaint.

**C 12.1.6.2** Executive Council may decide to pursue a corrective action.

**C 12.1.6.3** Disposition of the complaint will be recorded in the minutes of the Complaint Committee

**C 12.1.6.4** Complainant and Subject of the Complaint will be recalled to the hearing.

**C 12.1.6.5** Complainant and Subject of Complaint will be notified of the disposition of the complaint.

**C 12.1.6.6** hearing will be adjourned.

**C 12.1.6.7** minutes of the hearing and the disposition of the complaint will be forwarded to the secretary for permanent recording.

**C 12.1.6.8** Secretary will insure that the disposition of the complaint will be available to any member of **Society of Southwestern Authors**.

**C 12.2 RECALL**

**C 12.2.1 Recall Procedure**

**C 12.2.1.2** A Petition to recall may be initiated by any member.

**C 12.2.1.3** A Recall Action will be described on the Recall Petition form as shown in **Appendix B**.

**C 12.2.1.4** Recall Petition will be submitted to the Executive Council by a direct mailing as defined in **C 11.2**.

- C 12.2.1.5 Executive Council will respond by a direct mailing as defined in C 11.2 to the petitioner within seven days following next Executive Council meeting.
- C 12.2.1.6 Executive Council will appoint a Recall Committee of three people to implement the recall procedure.
- C 12.2.2 **Validation.**
- C 12.2.2.1 Recall Committee will verify the Recall Petition was filed by a member.
- C 12.2.2.2 Recall Committee will verify the Recall Petition was sent to the Executive Council by a direct mailing as defined in C 11.2.
- C 12.2.2.3 Recall Committee will verify the Recall Petition properly utilized **Appendix B.**
- C 12.2.2.4 A recall action requires signatures totaling ten percent of the members.
- C 12.2.2.5 total signatures described in C 12.2.2.4 are subject to C 12.2.2.8.
- C 12.2.2.6 Recall Committee will verify the signatures on the Recall Petition are those of members of **Society of Southwestern Authors** as described in C 12.2.2.4.
- C 12.2.2.7 Names shown on a Petition for Recall will not be eligible to serve on the Recall Committee.
- C 12.2.2.8 Recall Committee will verify the addresses shown on the Recall Petition are current and traceable.
- C 12.2.2.9 Recall Committee will verify the basis for the recall action as an alleged violation of a written provision of the Bylaws or other document which has been officially adopted as a part of the governing system of **Society of Southwestern Authors.**
- C 12.2.3 **Publishing**
- C 12.2.3.1 Within sixty days, the Recall Committee will publish an announcement of a recall meeting to all members as described in C 11.1.1.
- C 12.2.4 **Subject resigns**
- C 12.2.4.1 If subject of a recall action resigns prior to the conclusion of the recall meeting, the meeting will be cancelled or adjourned and no further recall action will be implemented.
- C 12.2.5 **Quorum**
- C 12.2.5.1 If a quorum of ten percent of the total membership of **Society of Southwestern Authors** is not present when the recall meeting is called to order, the meeting will be adjourned immediately and no further recall action will be implemented.
- C 12.2.6 **Meeting Parameters**
- C 12.2.6.1 One or more recall petitions may be considered at a recall meeting.

- C 12.2.6.2 Recall actions against more than one office holder will be considered separate recall actions and will require separate Recall Petition Forms as shown on **Appendix B**.
- C 12.2.6.3 Discussion prior to voting at a recall meeting will be limited to one hour.
- C 12.2.6.4 Implementation of a recall action will require the approval of two thirds of members present.
- C 12.2.6.5 Voting on a recall action will utilize the Recall Ballot as shown on **Appendix B**.
- C 12.2.7 **Recording**
- C 12.2.7.1 minutes of the recall meeting and the disposition of the recall petition will be forwarded to the secretary for permanent recording.
- C 12.2.7.2 Secretary will insure that the disposition of the recall action will be available to any member of **Society of Southwestern Authors**.

## **C 13 FEES**

### **C 13.1 INITIATION FEE**

- C 13.1.1 initiation fee will be determined by a majority vote at a regular meeting of the Executive Council.
- C 13.1.2 initiation fee is due and payable immediately upon the applicant's acceptance as a member of **Society of Southwestern Authors**.

### **C 13.2 ANNUAL DUES**

- C 13.2.1 annual dues will be determined by a majority vote at a regular meeting of the Executive Council.
- C 13.2.2 Annual dues are due each year upon the anniversary of the individual member's acceptance as a member of **Society of Southwestern Authors**.

### **C 13.3 ANNUAL WRITER'S CONTEST**

- C 13.3.1 entry fees for the Annual Writer's Contest will be determined by the Executive Council.

### **C 13.4 ANNUAL CONFERENCE**

- C 13.4.1 entry fees and other fees associated with the annual Conference will be determined by the Executive Council.

## **C 14 FISCAL YEAR**

- C 14.1 fiscal year shall begin on the first day of May and conclude on the last day of April of the following year.

## **C 15      CHAPTERS**

### **C 15.1      FORMATION**

**C 15.1.1**      formation of a new chapter shall be modeled according to the provisions of the Constitution of **Society of Southwestern Authors**.

**C 15.1.2**      A request for the formation of a new chapter shall be submitted in writing to the Executive Council of **Society of Southwestern Authors**.

**C 15.1.3**      Executive Council will acknowledge the written request for the formation of a new chapter within sixty days of the request.

**C 15.1.4**      acknowledgement of a written request for the formation of a new chapter shall include an explanation of the required procedures for the formation of a new chapter.

**C 15.1.5**      procedures for the formation of a new chapter will be defined in **Appendix D**.

### **C 15.2      RESPONSIBILITIES**

**C 15.2.1**      It will be the responsibility of the Chapter to provide reports as required by the Executive Council.

**C 15.2.2**      It will be the responsibility of the Chapter to maintain accurate contact information including a mailing address, telephone and fax numbers and an e-mail address.

**C 15.2.3**      It will be the responsibility of the Chapter to provide Professional and Associate Membership information annually.

**C 15.2.4**      It will be the responsibility of the Chapter to provide election results annually and within thirty days of a special election.

**C 15.2.5**      It will be the responsibility of the Chapter to provide a financial report annually.

**C 15.2.6**      It will be the responsibility of the Chapter to provide property acquisition information annually.

### **C 15.3      VOLUNTARY DISSOLUTION**

**C 15.3.1**      A request for dissolution of a chapter shall be submitted to the Executive Council.

**C 15.3.2**      Executive Council will act upon a request for dissolution as described in **C 15.3.1**.

### **C 15.4      COMPULSORY DISSOLUTION**

**C 15.4.1**      A Complaint against a chapter may be filed by a member of **Society of Southwestern Authors**.

**C 15.4.2**      A Complaint against a chapter must be filed with the Executive Council.

**C 15.4.3**      A Complaint against a chapter must be sent to the Executive Council according to **C 11.2**.

- C 15.4.4** Upon receipt of a complaint against a chapter, the Executive Council will appoint a Complaint Committee of five members.
- C 15.4.5** members of the Complaint Committee will be selected first from the Executive Council, then from members as required.
- C 15.4.6** Complaint Committee will select a chairperson from within the committee.
- C 15.4.7** Complaint Committee will respond to complainant within thirty days.
- C 15.4.8** Complaint Committee will notify the chapter and complainant of procedures for hearing the complaint.
- C 15.4.9** Complaint Committee will set the date and place for the complaint hearing.
- C 15.4.10** Complaint Committee will invite the complainant and one supporting member to appear at the complaint hearing.
- C 15.4.11** Complaint Committee will invite two defending members to appear at the complaint hearing.
- C 15.4.12** Complaint Committee chair will convene the hearing as described in **C 15.4.9**.
- C 15.4.13** Complaint Committee chair will read the complaint.
- C 15.4.14** Complaint Committee chair will invite complainant to speak for no more than fifteen minutes.
- C 15.4.15** Complaint Committee chair will invite one other representative of the complainant to speak for no more than fifteen minutes.
- C 15.4.16** Complaint Committee chair will invite the first defending member to speak for no more than fifteen minutes.
- C 15.4.17** Complaint Committee chair will invite the second defending member to speak for no more than fifteen minutes.
- C 15.4.18** Complaint Committee chair will excuse the complainant, supporters of complaint and defenders of the complaint from the complaint hearing.
- C 15.4.19** Complaint Committee will decided to validate or annul the complaint.
- C 15.4.20** An action by the Executive Council on a validated complaint may include dissolution of the chapter.
- C 15.3.21** An annulled complaint will require that the complaint be dismissed and the chapter be maintained.
- C 15.3.22** Complaint Committee will forward the disposition of the complaint to the Recording Secretary for permanent recording.

## **C 16      AMENDMENTS**

### **C 16.1      Amendment Defined**

- C 16.1.1**      An amendment describes a change to an existing constitutional provision or to a new constitutional provision.
- C 16.1.2**      An amendment to the constitution may be proposed by a member.
- C 16.1.3**      A proposal for an amendment to the constitution must be submitted in writing to the Executive Council.
- C 16.1.4**      Within 30 days after receipt of a proposal for an amendment, the Executive Council will submit the proposal to the membership for vote.
- C 16.1.5**      After receipt of a proposal for an amendment to the constitution, the Executive Council will publish the proposal according to the provision of **C 11**.
- C 16.1.6**      publication and distribution of a proposal for an amendment, as described in **C 16.1.4**, must occur at least 30 days prior to the membership meeting held for the purpose of considering the proposal.
- C 16.1.7**      publication and distribution of a proposal for an amendment, as described in **C 16.1.4**, must be according to **C 11.1.1.1**, **C 11.1.1.2**, **C 11.1.1.3** and **C 11.1.1.4**.
- C 16.1.8**      Acceptance of an amendment must be by a two-thirds majority vote at a meeting as described in **C 7.1.1.1**.
- C 16.1.9**      A proposal for an amendment which is accepted by the membership will become effective immediately at the close of the meeting during which the proposal was considered.
- C 16.1.10**      A minor correction to the Constitution involving spelling, punctuation or wording that does not alter the intent of the original provisions may be approved by a majority vote of the Executive Council.

# Appendix A

On the next pages are the membership applications as they appear on the web site of Society of Southwestern Authors. You may copy the pages of the applications or you may file electronically at

<http://www.ssa-az.org/application.html>

# Society of Southwestern Authors

## Application for Professional Membership

**Initial Membership \$30.00. Dues for one year \$30.00. Please remit total fees of \$60.00 with application To SSA, PO Box 30355, Tucson, AZ 85751. Directory information:** On the two lines below, *allowing 70 spaces per line*, please write what you would like printed in the Directory including book titles, genre(s), etc.

SSA recognizes that some arrangements for publishing, such as collaboration and ghost writing, are often confidential by contract. SSA neither solicits nor guarantees the confidentiality of any information on this application. *Please write legibly!*

Date \_\_\_\_\_

SSA Web Site: <http://www.ssa-az.org>

Name \_\_\_\_\_ Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

Phone \_\_\_\_\_ Fax \_\_\_\_\_ E-mail \_\_\_\_\_

Note: An applicant for Professional Membership must show that he/she, has made a profit or earned an income with his/her writing skills. sections below are designed to reveal that level of achievement.

### Section A

#### Published Book, Screenplay or Script

**Title of your book or script.** \_\_\_\_\_

If you have published more than one book or script, you may choose any of your titles as an example.

**Publisher or Producer** \_\_\_\_\_ **ISBN or other identification** \_\_\_\_\_

**Configuration** Conventional [ ] Audio Book [ ] E-Book [ ] CD [ ] Print on Demand [ ]  
 Motion Picture [ ] Teleplay [ ] Stage Play [ ] Other [ ]

### Section B

#### Magazine writing

List six of your stories, poems or articles that have been carried in magazines, newspapers, anthologies or on web sites (other than your own) and for which you have been paid.

Magazine	Issue month and year	Title of your story or article
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

# Section C

## Professional Experience

**Professional experience as a publishing executive, editor, journalist or free-lancer** requiring editing, critiquing, writing and/or proofing.

Company Name \_\_\_\_\_ How long engaged in this capacity? \_\_\_\_\_

Nature of your writing tasks \_\_\_\_\_

Describe current projects \_\_\_\_\_

**Professional experience as a professor, teacher or writing instructor** for schools or industry.

Name of institution \_\_\_\_\_ How long engaged in this capacity? \_\_\_\_\_

Nature of your writing tasks \_\_\_\_\_

Describe current projects \_\_\_\_\_

# Section D

## Collaboration, etc.

**Have you collaborated, on two or more occasions,** to write more than 50% of books which were credited to other people?

Yes [ ] Please provide documentation.

\_\_\_\_\_

**Have you collaborated, on twelve or more occasions,** to write more than 50% of stories, magazine articles, poetry or other short narratives that were credited to other people?

Yes [ ] Please provide documentation.

\_\_\_\_\_

\_\_\_\_\_

**review board considers examples of your published writing of particular interest. Attach tear sheets, excerpts, identified reader comments, reviews and other supporting documentation. Also include clear descriptions of your current projects.**

# Society of Southwestern Authors

## Application for Associate Membership

**Initial Membership \$30.00. Dues for one year \$30.00. Please remit total fees of \$60.00 with application To SSA, PO Box 30355, Tucson, AZ 85751. Directory information:** On the two lines below, *allowing 70 spaces per line*, please write what you would like printed in the Directory including book titles, genre(s), etc.

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SSA recognizes that some arrangements for publishing, such as collaboration and ghost writing, are often confidential by contract. SSA neither solicits nor guarantees the confidentiality of any information on this application. *Please write legibly!*

Date \_\_\_\_\_

SSA Web Site: <http://www.ssa-az.org>

Name \_\_\_\_\_ Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

Phone \_\_\_\_\_ Fax \_\_\_\_\_ E-mail \_\_\_\_\_

A note to the applicant

We welcome your interest in the **Society of Southwestern Authors**. Whatever your area of interest in writing, we feel you will benefit from your association with other members at our forums, from the information published in our newsletter, *Write Word*, from the wide variety of activities during our annual conference, *Wrangling With Writing* and from the many other activities in SSA.

As stated in our constitution, our purpose is to promote mutually supportive fellowship among our members, provide recognition for our members' achievements and encourage persons seeking to become professional writers.

As an Associate Member, you need not show any particular level of expertise or success with your writing. However, please understand that elections to certain offices are restricted to Professional Members.

We are particularly interested in your reasons for joining the SSA. Please describe your writing objectives. Do you have a book in mind? Is your interest in the history of a particular area? (i.e., Do stage plays fascinate you?) Tell us about yourself. We want to know who you are and how we can help. Attach more information on a separate sheet if you like.

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Don't worry about What do I do next? Just come to your first forum. We'll introduce you and try our best to make you feel welcome. You'll quickly get a "feel" for the SSA and what we do.

Congratulations and welcome!

# Appendix B

**A part of the constitution  
of the  
Society of Southwestern Authors  
Petition for Recall**

\_\_\_\_\_  
Date

It is our opinion, as we have exhibited with our signatures below, that the person named on this petition has not performed the duties of his/her elected office to the standards required by the members of this organization.

Specifically, we allege that the person named in this petition has violated certain written provision of the Governing Conventions adopted by this organization as shall be listed on this petition.

We allege further that the person named in this petition has committed the listed violations willfully, carelessly, negligently or in a manner as to cause a threat to the normal functioning of this organization.

Therefore, we petition the appropriate authority of the Society of Southwestern Authors to effect a meeting of the members for the purpose of considering a recall action of the person named below:

\_\_\_\_\_  
Person subject to recall action

For violations of the following provision(s) of the Constitution or other Governing documents of the Society of Southwestern Authors

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**Appendix B Continued**  
**A part of the Constitution of the**  
**Society of Southwestern Authors**

**Petition for Recall**

Note: There is space for 20 entries on this page.  
Reproduce this page as required.

Name	Address	Telephone

# Appendix C

**A part of the constitution  
of the  
Society of Southwestern Authors  
Recall Ballot**

\_\_\_\_\_  
Date

This ballot provides for one vote by a member of the Society of Southwestern Authors as defined in **C 10.2.1.2** of the Constitution for the purpose of accepting or rejecting a recall action against the person named below.

\_\_\_\_\_  
Person subject to Recall Action

**A vote “YES” indicates a vote in *FAVOR* of the Recall Petition and requests that the subject named above *BE REMOVED* from his/her elected office.**

**A vote “NO” indicates a vote *AGAINST* the Recall Petition and requests that the subject named above *REMAIN* in his/her office**

**YES** \_\_\_\_\_

**NO** \_\_\_\_\_

# Appendix D

## *Welcome!*

*We appreciate your interest in associating with the  
Society of Southwestern Authors.*

### **Formation Of a New Chapter**

**Society of Southwestern Authors** is a non-profit association of writers and other publishing professionals. organization was founded in 1972 and incorporated in the State of Arizona in 1992.

Enclosed is a copy of the constitution which governs the **Society of Southwestern Authors** and its Chapter organizations. Also enclosed is a copy of the Chapter Bylaws which you will tailor to your specific needs.

Please examine these documents carefully. Constitution is our primary governing guideline and applies to all chapters. Chapter Bylaws must be completed according to your own individual needs and preferences.

#### **Procedure**

- 1 On this form please provide the names, addresses and telephone numbers of the officers who will form your first Board of Directors,
- 2 Complete the Chapter Bylaws,
- 3 Return this document and the Completed Chapter Bylaws to

**Society of Southwestern Authors  
Attention: Executive Council  
P.O. Box 30355  
Tucson, AZ 85751-0355**

# Appendix D continued

**President**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

**Vice President**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

**Recording Secretary**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

**Treasurer**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

**Director at large**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

**Director at large**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

# Appendix D continued

**Director at large**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

**Director at large**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

**Director at large**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

**Director at large**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

**Director at large**

Name \_\_\_\_\_

Address \_\_\_\_\_

Phone \_\_\_\_\_ E-mail \_\_\_\_\_

## Appendix D continued

Included as a separate document is a complete set of **Chapter Bylaws**. Note the highlighted portions. These are options to be completed. Simply delete the sample word which is highlighted and enter the word appropriate for your chapter. For example, there are several places where the name of your organization and the address must be entered, the first on the title page itself as

**Name** Chapter

After you deleted “Name” and removed the highlight it might appear as

**Yukon Chapter**

We suggest that you limit the name of your chapter to one or two words. Remember, in various documents the full name will be a combination and may appear, for example, as

**Yukon Chapter of Society of Southwestern Authors**

It’s obvious that a very long title for your organization could become cumbersome.

Additional options will be your address, meeting dates, dues and fees, your fiscal year and others.

**Make no changes in non-highlighted areas.** If there are questions, contact the Executive Council for guidance.

# **Articles of Incorporation**

Note: attached **Articles of Incorporation** are copies as received from the Arizona State Corporation Commission, Corporations Division, Records Section, and do not have page numbers.

Page numbering resumes with the Index

# Index

<b>A</b>	
Abbreviation “SSA” shall be considered throughout these documents	C 1.2.1
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Absentee ballots shall be distributed with instructions insuring the	C 6.2.4
Absentee ballots will be removed from their sealed envelopes for the	C 6.2.5
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Absentee voting for decisions other than C 6.1.1, C 6.1.2 and C 6.1.3 shall	C 6.1.4
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# GLOSSARY

Abbreviations	Generally avoided in these documents.
Accounts	Money accounts supervised by the treasurer.
Acronyms	SSA (Society of Southwestern Authors).
Adams	Dale A. Adams is the original author of these documents.
Address	SSA: P.O. Box 30355 Tucson, AZ. 85751-0355.
Annual Meeting	A meeting during which elections are conducted.
Annulled complaint	A complaint annulled by the complaint committee.
Any member	Includes Professional, Associate, or Honorary.
Application	An application for membership.
April	Month of the annual meeting of parent organization.
Associate Member	One who may participate in functions but may not hold office some offices.
Authority	Refers to the signed and notarized document describing bylaw approval.
Board	Chapter Board of Directors of Society of Southwestern Authors
Board of Directors	Governing group of a Chapter of Society of Southwestern Authors
Compulsory dissolution	Compulsory dissolution of a chapter
Contents	Contents page of the Constitution or Bylaws.
Dale	Dale A. Adams is the original author of these documents.
Defending members	One who supports a complaint
Discipline	Discipline section of the Bylaws.
Dissolution	Refers to dissolution of a chapter
Distribution	Distribution of materials and documents to members.
Dues	Annual fee imposed upon all members.
Duty	Obligation agreed to when accepting an elected position.
Effectivity	Time when the Bylaws become effective.
Elections	annual elections.
Eligibility	Qualifications required for various levels of membership.
Executive Council	Primary administrative group of the parent organization .
Ex-officio	Term not used in the Constitution or Bylaws.
Fee	Initiation, annual, workshop, conference and other charges .
Fiscal year	Fiscal year may be different for individual Chapter Organizations.
Founding	March 7, 1972 when the Society of Southwestern Authors was created.
General Membership	All members.
Honorary Member	A member with special privileges.
Honorary	A level of membership with defined privileges and responsibilities.
Incorporation	May 4, 1992 when the Society of Southwestern Authors was incorporated.
Indentured Number System	System of numbering provision in an ordered sequence.
Index	Indexing portion of the Bylaws or Constitution.
Initiation fee	One time charge for joining Society of Southwestern Authors
Majority	Number of members required to pass on a motion.
Meeting	Any meeting.
Members	Usually refers to the general membership including all qualifications.
Membership Meeting	A meeting scheduled for all members.
Membership	All members.
Minutes	Written record of the proceedings of a meeting.

Officers	Officers of the Executive Council or Chapter Board of Directors.
Other Officers	Other than President and Vice President and those appointed to committees.
Professional Member	A member who is eligible to vote and hold office.
Provision	A stipulation or condition of the Constitution or Bylaws.
Publishing	Distribution of information to the members.
Reader's Guide	Informative introduction to the Constitution and Bylaws.
Recall Petition	Appendix B required for a Recall Action.
Recall	Process for removing a person from office.
Records	Required recorded accounts of the Secretary and Treasurer.
Robert's Rules of Order	A procedure implemented only upon request and agreement.
Sequence of Organization	Technique to provide reader understanding.
Special Meeting	A meeting called by the President or Board for a special purpose.
SSA	Society of Southwestern Authors.
Statutory Agent	One with signature authority for certain documents.
Supporting member	One who supports a complaint
Validated complaint	A complaint found, by the complaint committee, to be valid
Voluntary dissolution	Voluntary dissolution of a chapter
Voting	Permitted for all members.

Governing Conventions  
For the  
**Name** Chapter  
of the  
Society of Southwestern Authors

Chapter  
Bylaws

<b>Revision 1</b> , March 10, 2004	by authority of <b>BL 14.1.9</b>	File name: <b>Constitution2.doc</b>
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<b>Revision 5</b> , April 24, 2005	by authority of <b>BL 14.1.9</b>	File name: <b>Constitution7.doc</b>
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# Readers Guide

## Format

complete governing documents for the **Society of Southwestern Authors** include the Constitution for the parent organization and the Chapter Bylaws for the chapter organizations.

**Constitution** consists of the Cover, Contents, Reader's Guide, Authority, Constitution Provisions, Appendices, Index and Glossary.

**Appendices** include the Membership Applications, **Appendix A**, the Recall Petition, **Appendix B**, and the Recall Ballot, **Appendix C**. Finally, **Appendix D** contains information for the formation of a new chapter. Chapter Bylaws, with highlighted areas to be completed, are compiled as a separate document.

**Chapter Bylaws** contain all provisions for the complete functioning of a Chapter. Therefore, some of the provisions in the Chapter Bylaws may read identically to provisions in the Constitution. Chapter Bylaw document, therefore, is usually all that's required for Chapter business.

## Purpose of the Documents

Constitution and Chapter Bylaws are the sole governing documents for the **Society of Southwestern Authors** and their Chapter organizations. They are not a supplement to any other document.

## Abbreviations, Acronyms and Definitions

Abbreviations and acronyms are generally avoided in these documents. Exceptions are listed in the Glossary. Certain definitions will also be listed in the Glossary.

## Provisions of the Constitution and Chapter Bylaws

### Conventions

Throughout the preparation of the Constitution and Chapter Bylaws, every attempt was made to assist the reader's understanding including the sequence of organization, choice of fonts, size of the type, and the spacing between titles and paragraphs. As a further aid to the reader, a formal term, such as *Board of Directors*, may be shortened to *Board* within a provision.

## Indented Number System

Indented numbering used in this document is a proven system with maximum flexibility. It provides the most efficient use of space on the page and permits changes with minimal effect on the rest of the document.

## Provisions

Generally, only one provision is included for each numbered constitution provision or bylaw. This facilitates modification, especially when one provision is referenced to another. It also provides clarity and understanding for the reader.

## References

When a reference such as the example “**as described by BL 5.2**” or more often “**BL 5.2**” is found in a provision, that reference has been shown in bold type for the reader’s convenience and usually refers to a following provision. If a provision refers to a previous description, usually no reference will be shown. However, there may be exceptions when a reference to a previous description would serve as a convenient reminder to the reader.

## Ex Officio

term “Ex Officio,” frequently misunderstood and often misapplied, is not used in the Constitution or Chapter Bylaws. As an explanation, “Ex Officio” means only “by virtue of one’s office” which requires further context to be meaningful. For example, in the U.S. Senate the term refers to the practice under Senate rules that allows the chairman *and ranking minority members of a committee* to participate in *any of the subcommittees of that committee*, but generally not to vote. With this added detail, the term “Ex Officio” becomes meaningful. For our purposes, however, “Ex Officio” has virtually no meaning.

# Authority

## For the Adoption of a Constitution

Granted by the members of the  
Society of Southwestern Authors

**Address**  
**City, State, Zip Code**

A Nonprofit Organization  
Founded March 7, 1972  
Incorporated in the State of Arizona on May 4, 1992

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members of Society of Southwestern Authors, represented by those who have signed below, agree that this document supercedes and cancels all other documents where such documents or portions thereof may conflict with any provision contained herein.

This document was presented to the members of Society of Southwestern Authors at a membership meeting on **Month, Day, Year**, and adopted by a two-thirds majority vote as the official constitution and bylaws of Society of Southwestern Authors.

above statements are certified as true and accurate by

**Society of Southwestern Authors**

\_\_\_\_\_  
President

**Society of Southwestern Authors**

\_\_\_\_\_  
Secretary

**Month, Day, Year**

Personally known to me - **OR** -  proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

# Constitution

## **BL 1      NAME**

**BL 1.1**      This organization shall be known as **Name Chapter of the Society of Southwestern Authors.**

**BL 1.2**      **This Provision of the Constitution does not apply to the Bylaws.**

**BL 1.2.1**    **This Provision of the Constitution does not apply to the Bylaws.**

## **BL 2      PURPOSE**

**BL 2.1**      purpose of **Name Chapter of Society of Southwestern Authors** is to conduct any lawful business for which nonprofit corporations may be incorporated under the laws of the State of Arizona as they may be amended from time to time.

**BL 2.2**      A further purpose of **Name Chapter of** Society of Southwestern Authors shall be to conduct a program of activities designed to

- A**      Promote mutually supportive fellowship among members of the writing profession,
- B**      Provide recognition for members' professional achievements in the field of writing,
- C**      Provide stimulation toward further achievement and
- D**      Encourage and assist persons seeking to become professional writers.

## **BL 3.      AUTHORITY**

**BL 3.1**      Constitution and Bylaws are authorized and adopted by the members of **Name Chapter of Society of Southwestern Authors** as shown by the Authority document.

**BL 3.1.1**    Authority document is an integral part of this constitution.

## **BL 3.2      PARLIAMENTARY AUTHORITY**

**BL 3.2.1**    rules contained in the current edition of Robert's Rules of Order shall be considered a supportive document to be implemented as an aid to resolving procedural questions.

**BL 3.2.2**    rules contained in the current edition of Robert's Rules of Order may be implemented during a meeting by a majority vote of members present.

**BL 3.3 SCOPE**

**BL 3.3.1** Constitution and Chapter Bylaws are the sole governing regulations for **Name Chapter of Society of Southwestern Authors.**

**BL 3.4 EFFECTIVITY**

**BL 3.4.1** Constitution and Bylaws are effective immediately upon the close of the membership meeting as described in **BL 7.1.1.1** during which they are adopted by a two thirds majority vote of the members present.

**BL 4 ADMINISTRATION**

**BL 4.1 BOARD OF DIRECTORS**

**BL 4.1.1** **This Provision of the Constitution does not apply to the Bylaws.**

**BL 4.1.2** Board of Directors shall consist of the President, Vice President, Treasurer, Recording Secretary and **number** Council Members at Large.

**BL 4.2 AUTHORITY**

**BL 4.2.1 Powers and Responsibilities**

**BL 4.2.1.1** Board of Directors shall have general oversight of the activities of **Name Chapter of Society of Southwestern Authors.**

**BL 4.2.1.2** Board of Directors may appoint standing or special committees, not excluding themselves, to conduct the activities of **Name Chapter of Society of Southwestern Authors.**

**BL 4.2.1.3** Board of Directors may contract with individuals, agencies or companies as described in **C4.2.1.4.**

**BL 4.2.1.4** Contractual agreements as described in **BL 4.2.1.3** are subject to the provisions of **BL 4.4.1.8** and **BL 4.4.1.9.**

**BL 4.2.1.5** Board of Directors shall be responsible for the financial and property matters of **Name Chapter of Society of Southwestern Authors.**

**BL 4.2.1.6** Board of Directors shall be responsible for maintaining and protecting the property of **Name Chapter of Society of Southwestern Authors.**

**BL 4.2.1.7** Board of Directors shall be responsible for the management of the business and fiscal affairs of **Name Chapter of Society of Southwestern Authors.**

**BL 4.2.1.8** Board of Directors shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Arizona, except as otherwise provided herein.

- BL 4.2.1.9** Board of Directors shall be responsible for this organization’s investments and its total insurance program.
- BL 4.2.1.10** Board of Directors shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a majority vote of the members of **Name Chapter of Society of Southwestern Authors**.
- BL 4.2.1.11** Board of Directors may conduct an audit of the financial records of **Name Chapter of Society of Southwestern Authors** at any time.
- BL 4.2.1.12** In the event of serious and urgent circumstances, the Board of Directors may suspend any provision of the Constitution or of a Chapter Bylaw.
- BL 4.2.1.13** action described in **BL 4.2.1.12** will require a two thirds majority vote of the Board of Directors.
- BL 4.2.2 Publications**
- BL 4.2.2.1** Board of Directors may sponsor and fund a periodical.
- BL 4.2.2.2** Board of Directors may sponsor and fund documents, forms and publications required for the administration of **Name Chapter of Society of Southwestern Authors**.
- BL 4.2.2.3** funding for periodicals, documents, forms and publications as described in **BL 4.2.2.1** will be approved by a majority vote of the Board of Directors.
- BL 4.2.2.4** provisions of **BL 4.2.2.1**, **BL 4.2.2.2** and **BL 4.2.2.3** are not subject to **BL 10.2.2**.
- BL 4.3 QUALIFICATIONS OF OFFICERS**
- BL 4.3.1 President**
- BL 4.3.1.1** A candidate for the office of President shall have completed at least two years as a Professional Member of **Name Chapter of Society of Southwestern Authors** prior to being nominated.
- BL 4.3.1.2** A candidate for the office of President shall have completed at least one year as a member of the Board of Directors prior to being nominated.
- BL 4.3.2 Vice President**
- BL 4.3.2.1** A candidate for the office of Vice President shall have completed at least two years as a Professional Member of **Name Chapter of Society of Southwestern Authors** prior to being nominated.
- BL 4.3.2.2** A candidate for the office of Vice President shall have completed at least one year as a member of the Board of Directors prior to being nominated.

**BL 4.3.3      Treasurer**

**BL 4.3.3.1**      A candidate for the office of Treasurer shall have completed at least two years as a Professional Member of **Name Chapter of Society of Southwestern Authors** prior to being nominated.

**BL 4.3.3.2**      A candidate for the office of Treasurer shall have completed at least one year as a member of the Board of Directors prior to being nominated.

**BL 4.3.4      Office of Recording Secretary**

**BL 4.3.4.1**      A candidate for the office of Recording Secretary shall have been classified as a Professional Member prior to being nominated.

**BL 4.3.5      Member-At-Large Positions**

**BL 4.3.5.1**      At least one candidate for the position of Member-At-Large shall have been classified as an Associate or Professional Member prior to being nominated.

**BL 4.3.5.2**      Board of Directors may appoint a qualified member to head a committee.

**BL 4.4      DUTIES OF OFFICERS**

**BL 4.4.1      President**

**BL 4.4.1.1**      President will preside at meetings of the general membership and at meetings of the Board of Directors.

**BL 4.4.1.2**      President may attend all committee meetings except as otherwise defined by the bylaws.

**BL 4.4.1.3**      President may not vote at committee meetings except as otherwise defined by the bylaws.

**BL 4.4.1.4**      President will not be eligible for membership on the Nominating Committee.

**BL 4.4.1.5**      President will act as Statutory Agent for **Name Chapter of Society of Southwestern Authors**.

**BL 4.4.1.6**      President may appoint a member to act as Statutory Agent as described in **BL 4.4.1.5**.

**BL 4.4.1.7**      Statutory Agent will submit an Annual Report to the Arizona State Corporation Commission.

**BL 4.4.1.8**      President will represent **Name Chapter of Society of Southwestern Authors** as the legal signatory on any contractual agreement with a person, agency or company

**BL 4.4.1.9**      President may appoint a member to represent **Name Chapter of Society of Southwestern Authors** as described in **BL 4.4.1.8**

- BL 4.4.1.10** A contractual obligation as described in **BL 4.4.1.8** or **BL 4.4.1.9** exceeding \$500.00 shall be approved by the Board of Directors.
- BL 4.4.1.11** President will have the required signature authority to access all accounts, financial records and statements.
- BL 4.4.2** **Vice President**
- BL 4.4.2.1** In the absence of the President, the Vice President will preside with the same authority and limitations of the President.
- BL 4.4.3.** **Recording Secretary**
- BL 4.4.3.1** Recording Secretary shall keep accurate minutes of all meetings of **Name Chapter of Society of Southwestern Authors** and of the Board of Directors.
- BL 4.4.3.2** Recording Secretary shall keep such other records as required to insure the complete and efficient functioning of **Name Chapter of Society of Southwestern Authors**.
- BL 4.4.3.3** Recording Secretary shall preserve and protect all records as described in **BL 4.4.3.1** and **BL 4.4.3.2** and will insure that all such records are accessible and available to the members of the Board of Directors.
- BL 4.4.4** **Treasurer**
- BL 4.4.4.1** Treasurer shall keep records of the money accounts of **Name Chapter of Society of Southwestern Authors**.
- BL 4.4.4.2** Treasurer shall preserve and protect all records as described in **BL 4.4.4.1** and will insure that all such records are accessible and available to the members of the Board of Directors.
- BL 4.4.4.3** Treasurer shall have access to the accounts where funds are banked, deposited or held.
- BL 4.4.4.4** Treasurer shall disburse funds at the direction of the Board of Directors or from such other person as delegated by the Board of Directors.
- BL 4.4.4.5** Expenditures exceeding \$500 must be approved by the Board of Directors.
- BL 4.4.4.6** Treasurer shall submit monthly reports to the Board of Directors including records of receipts and disbursements.
- BL 4.5** **ELECTION OF OFFICERS**
- BL 4.5.1** **Election**
- BL 4.5.1.1** An office shall be filled by election during the annual meeting as described in **BL 7.2**.

**BL 4.6 TERMS OF OFFICE**

**BL 4.6.1 President**

**BL 4.6.1.1** President may serve four consecutive terms of office.

**BL 4.6.1.2** President, after serving as described in **BL 4.6.1.1**, may not be elected to the office of President until one year has passed.

**BL 4.6.1.3** In the event that the President is unable or unwilling to continue the duties and responsibilities of the office as described in **BL 4.4.1.1**, the Vice President will assume the duties of the President for the remainder of the current term.

**BL 4.6.1.4** In the event that the President is unable or unwilling to continue the duties and responsibilities of the office as described in **BL 4.4.1.1**, the Board of Directors may call for an election as described in **BL 7.3** to fill the office of the Vice Presidency.

**BL 4.6.1.5** removal of the President for reasons described in **BL 4.6.1.3** and without objection or resistance by the President, shall not require a recall action.

**BL 4.6.2 All Offices**

**BL 4.6.2.1** An officer's term of office will begin on the first day of the fiscal year as described in **BL 14.1** following the membership meeting during which the officer was elected.

**BL 4.6.2.2** An officer's term of office will end on the last day of the fiscal year as described in **BL 14.1** following the membership meeting during which the officer was elected.

**BL 4.7 VACATED OFFICE**

**BL 4.7.1** Should the office of President, Vice President or Treasurer be vacated before the end of the fiscal year during which that officer was elected, an election to fill the vacated office must be conducted according to **BL 4.8**

**BL 4.7.2** Should the office of President, Vice President or Treasurer be vacated sufficiently late in the term that the constraints of **BL 4.8** cannot be met, the provisions of **BL 4.7.3** may be applied.

**BL 4.7.3** Should any office, other than those described in **BL 4.7.1**, be vacated before the end of the fiscal year during which that office was filled, an election, as described in **BL 4.8**, may be conducted, at the discretion of the Board of Directors, to fill that office.

Note: **BL 4.7.3** and **BL 4.7.4** are *alternate* actions available to the Board of Directors.

**BL 4.7.4** Should any office other than those described in **BL 4.7.1** be vacated before the end of the fiscal year during which that office was filled, the duties of that office may be assigned to another member of the Board of Directors as selected by a majority vote of the Board of Directors.

## **BL 4.8 ELECTION TO FILL A VACATED OFFICE**

- BL 4.8.1** An election process as described in **BL 4.7.1** will begin immediately upon receipt of reliable information that a vacancy has occurred or will occur.
- BL 4.8.1.1** Nominating Committee, as defined in **BL 5.1** will call for nominations to fill the vacated office as defined in **4.7** at the next membership meeting.
- BL 4.8.1.2** Nominations will be accepted until the membership meeting following the membership meeting described in **BL 4.8.1.1**.
- BL 4.8.1.3 Publishing**
- BL 4.8.1.3.1** occurrence of the vacancy, nominations, and the election to fill the vacancy will be published according to **BL 11**.
- BL 4.8.1.3.2** Following the nominations described in **BL 4.8.1.1**, nominations will be closed.
- BL 4.8.1.4** Following the close of nominations described in **BL 4.8.1.2**, the President will call for a vote as described in **BL 7.4.1**.
- BL 4.8.1.5** Following the voting as described in **BL 4.8.1.4**, the President will declare the vacated office to be filled.

## **BL 5 ELECTIONS**

### **BL 5.1 Election Of Nominating Committee**

- BL 5.1.1** At the regular membership meeting immediately following the Annual Membership meeting, a Nominating Committee of three members will be elected as described in **BL 7.1.1.1**.
- BL 5.1.2** Nominating Committee will select candidates for all offices to be filled during the following year.
- BL 5.1.3** Nominating Committee will remain intact and available for the balance of the fiscal year as described in **BL 14**.

### **BL 5.2 Announcement Of Candidates**

- BL 5.2.1** Nominating Committee will submit their selection of candidates for all offices to be filled one month prior to the Annual Membership Meeting as described in **BL 7.2.1.1**

### **BL 5.3 Election Of Officers**

- BL 5.3.1** At the Annual Membership Meeting, as described in **BL 7.2.1.1**, additional nominations for any office to be filled will be invited.

## **BL 6      ABSENTEE PROVISIONS**

### **BL 6.1      ABSENTEE VOTING**

- BL 6.1.1**      Absentee voting for the annual election of officers will be guaranteed by the Board of Directors.
- BL 6.1.2**      Absentee voting for the recall of an elected officer will be guaranteed by the Board of Directors.
- BL 6.1.3**      Absentee voting to replace a vacated office will be at the discretion of the Board of Directors.
- BL 6.1.4**      Absentee voting for decisions other than **BL 6.1.1**, **BL 6.1.2** and **BL 6.1.3** shall be at the discretion of the Board of Directors.

### **BL 6.2      BALLOT DISTRIBUTION**

- BL 6.2.1**      An Election Administrator shall be appointed by the Board of Directors to insure the intended recovery of votes by absentee balloting.
- BL 6.2.2**      Absentee Ballots may be distributed by any practical means except as restricted by **BL 6.2.3**.
- BL 6.2.3**      Balloting by electronic means shall not be permitted.
- BL 6.2.4**      Absentee ballots shall be distributed with instructions insuring the traceable identification and confidentiality of the voter.
- BL 6.2.5**      An absentee ballot shall be returned to the Election Administrator in a sealed envelope with a traceable identification of the voter, as described in **BL 6.2.7**, recorded on the outside of the envelope.
- BL 6.2.6**      absentee ballots will be removed from their sealed envelopes for counting by the Election Administrator in the presence of two members of the Society of Southwestern Authors acting as witnesses.
- BL 6.2.7**      Traceable identification shall include the name and contact information of the voter.

## **BL 7      MEETINGS**

### **BL 7.1      BUSINESS MEETINGS**

#### **BL 7.1.1      Membership**

- BL 7.1.1.1**      Membership meetings are for the purpose of conducting all general business of **Name Chapter of Society of Southwestern Authors** including nominations, elections and the recall of officers.
- BL 7.1.1.2**      Membership Meetings shall be scheduled by the Board of Directors.
- BL 7.1.1.3**      Membership meetings may incorporate entertainment, guest speakers and other activities.

**BL 7.1.1.4** Notification of Membership meetings shall be according to **11.1**

**BL 7.1.2 Board of Directors**

**BL 7.1.2.1** Board of Directors will meet at least four times a year.

**BL 7.1.2.2** President will call a meeting of the Board of Directors within one week following a written request of four members of the Board of Directors.

**BL 7.2 ANNUAL MEETINGS**

**BL 7.2.1 Annual Meeting Schedule**

**BL 7.2.1.1** Annual Meeting will be scheduled during the month of **Month**.

**BL 7.3 SPECIAL MEETINGS**

**BL 7.3.1** A request for a special meeting may be made by the President of the Board of Directors.

**BL 7.3.2** A request for a special meeting may be made by majority vote of the Board of Directors.

**BL 7.3.3** A written request for a Special Meeting may be submitted to the Board of Directors by not less than fifteen members.

**BL 7.3.4** A written request for a Special Meeting must describe the reason for the request.

**BL 7.3.5** A written request for a Special Meeting must include the signatures of the requesting members.

**BL 7.3.6** Within seven days following the request for a Special Meeting as described in **BL 7.3.1**, a special meeting will be scheduled.

**BL 7.3.7** time for a Special Meeting scheduled by the Board of Directors will be announced as described in **BL 11**.

**BL 7.4 QUORUM**

**BL 7.4.1** A quorum at any Membership Meeting will consist of fifteen members, including two members of the Board of Directors.

**BL 7.4.2** A quorum at any Board of Directors Meeting will consist of five members of the Board of Directors.

**BL 7.5 Proxy Voting**

**BL 7.5.1** There is no provision for proxy voting at meetings.

**BL 7.6           ACTIVITY RESTRICTIONS**

**BL 7.6.1**       During the month of the conference, any organized activity, other than a regular Membership Meeting or a scheduled meeting of the Board of Directors shall be approved by the Executive Council.

**BL 8           MEMBERSHIP**

**BL 8.1           MEMBERSHIP COMMITTEE**

**BL 8.1.1**       Board of Directors will appoint a Membership Committee.

**BL 8.1.2**       Board of Directors may choose members for the Membership Committee from the members of the Board of Directors.

**BL 8.1.3**       Membership Committee will elect a person to chair the committee from within that committee.

**BL 8.2           PURPOSE OF MEMBERSHIP COMMITTEE**

**BL 8.2.1**       Membership Committee, with the authority assigned in **BL 8.1.1**, will review each application for membership to determine the category definition for that member.

**BL 8.3           CATEGORY STATUS DEFINED**

**BL 8.3.1**       **Professional** and **Associate** Memberships shall be sought by applications as described in **Appendix A**

**BL 8.3.2       Professional Member**

**BL 8.3.2.2**     Professional Member qualifications are defined in **BL 8.3.4.1**.

**BL 8.3.2.3**     A Professional Member may seek and hold the office of President, Vice President or Treasurer in **Name Chapter of Society of Southwestern Authors**.

**BL 8.3.3       Associate Member**

**BL 8.3.3.1**     A member may be approved as an Associate Member by the Membership Chairman and one member of the Board of Directors.

**BL 8.3.3.2**     An Associate Member may participate in all activities of the Society of Southwestern Authors except as restricted by **BL 8.3.2.3**

**BL 8.3.4       Honorary Member**

**BL 8.3.4.1**     title of Honorary Member may be granted to any person with the approval of a two thirds majority of the membership.

**BL 8.3.4.2**     An Honorary member may attend all meetings normally open to the general membership.

- BL 8.3.4.3** An Honorary member shall be exempt from initiation fees and annual dues.
- BL 8.3.4.4** An Honorary Member may not hold any office in **Name Chapter of Society of Southwestern Authors**.
- BL 8.3.4.5** An Honorary Member may not vote.

**BL 9 PROPERTY OWNERSHIP**

**BL 9.1 ACQUISITION AND DISPOSAL**

- BL 9.1.1** Board of Directors may acquire real and personal property by gift, devise, purchase, or other lawful means.
- BL 9.1.2** Board of Directors may hold title to and use its property for any and all activities consistent with the purposes of **Name Chapter of Society of Southwestern Authors**.
- BL 9.1.3** Board of Directors may sell, mortgage, lease, transfer, or otherwise dispose of property as defined by **BL 9.1.2** by any lawful means.
- BL 9.1.4** If a Sub Organization of **Name Chapter of Society of Southwestern Authors** ceases to exist, title to non-disposable property in the name of that Chapter or other Sub organization shall pass to the Board of Directors.
- BL 9.1.5** If the **Society of Southwestern Authors** ceases to exist, assets shall be disposed of according to the Articles of Incorporation filed with the Arizona Corporation Commission, Corporations Division, 1300 W. Washington, Phoenix, AZ 85007-2929

**BL 10. FINANCES**

**BL 10.1 GENERAL**

- BL 10.1.1** General financial matters shall be under the supervision of the Board of Directors.
- BL 10.1.2** financial matters of the **Name Chapter of Society of Southwestern Authors** should generally be treated as confidential information.

**BL 10.2 SPECIFIC**

- BL 10.2.1** Specific and individual financial matters, including receipt and expenditure of funds, and maintenance of records shall be under the direction of the **Treasurer**.
- BL 10.2.2** Except as provided in **BL 4.2.2.3**, expenditures of funds in amounts greater than \$500 will require the approval of the **Board of Directors**.

**BL 11. PUBLISHING**

**BL 11.1 PUBLISHING DEFINED**

- BL 11.1.1** terms "publishing" and "publish", unless otherwise defined, shall mean that a publication, notification, announcement or item of information in any form shall be offered to members by any or all of the means described in **BL 11.1.1.1, BL 11.1.1.2, BL 11.1.1.3 and BL 11.1.1.4.**
- BL 11.1.1.1** Placement of the item of information on a display table in such a manner that it is clearly visible and easily accessible to members during a membership meeting shall constitute a publishing method.
- BL 11.1.1.2** Printing of the item of information, for distribution by a direct mailing to all members shall constitute a publishing method.
- BL 11.1.1.3** Printing of the item of information in the first issue of the *WriteWord* newsletter preceding or following the event, as appropriate shall constitute a publishing method.
- BL 11.1.1.4** Electronic notification of the item of information using direct e-mail or a list service shall constitute a publishing method.
- BL 11.2 DIRECT MAILING DEFINED**
- BL 11.2.1** terms "Direct Mail" or "Direct Mailing", unless otherwise defined, shall mean that an item or an item of information shall be sent, by U.S. Mail, to the members as listed in the membership directory as defined by **BL 4.2.2**

**BL 12 DISCIPLINE**

**BL 12.1 FORMAL COMPLAINT**

**BL 12.1.1 Procedure**

**BL 12.1.1.1** A Formal Complaint may be filed by any member of **Name Chapter of Society of Southwestern Authors.**

**BL 12.1.1.2** A Formal Complaint must be submitted to the Board of Directors by a direct mailing as defined in **BL 11.2.**

**BL 12.1.2 Complaint Committee**

**BL 12.1.2.1** Upon receipt of a complaint as described in **BL 12.1.1.2**, the Board of Directors will appoint a three member Complaint Committee.

**BL 12.1.2.2** Members of the Complaint Committee will be chosen first from the Board of Directors and then from other members as necessary.

**BL 12.1.2.3** Names shown on the original Complaint will not be eligible to serve on the Complaint Committee.

**BL 12.1.2.4** subject named in a complaint will not be eligible to serve on the Complaint Committee.

**BL 12.1.3 Validation**

- BL 12.1.3.1** Complaint Committee will verify that signatures on a complaint are legible.
- BL 12.1.3.2** Complaint Committee will verify that addresses on a complaint are traceable.
- BL 12.1.3.3** There must be at least one legible signature with a traceable address to continue the complaint procedure.
- BL 12.1.4** **Hearing**
- BL 12.1.4.1** Complaint Committee will set a hearing date.
- BL 12.1.4.2** An acknowledgment of receipt of a Formal Complaint, an invitation to attend the hearing and the date of the hearing will be returned to the complainant by a direct mailing as defined in **BL 11.2**.
- BL 12.1.4.3** A copy of the Formal Complaint, an invitation to attend the hearing and the date of the hearing will be sent to the subject named in the complaint by a direct mailing as defined in **C11.2**.
- BL 12.1.4.4** Complainant or one representative of multiple complainants and the Subject of the Complaint will be invited to the hearing.
- BL 12.1.5** **Procedure**
- A** At a hearing called by the Complaint Committee and attended by the Complainant and the Subject of the Complaint, the complaint will be read.
- B** Complainant will be invited to speak for no longer than ten minutes. Complainant may not add to the original complaint. Complainant may rescind any part of the original complaint.
- C** Subject is invited to speak for no longer than ten minutes. Subject may offer verbal or written material defending the charges listed on the original complaint.
- D** Complainant and Subject are dismissed.
- BL 12.1.6** **Disposition**
- BL 12.1.6.1** Board of Directors may decide to dismiss the complaint.
- BL 12.1.6.2** Board of Directors may decide to pursue a corrective action.
- BL 12.1.6.3** Disposition of the complaint will be recorded in the minutes of the Complaint Committee
- BL 12.1.6.4** Complainant and Subject of the Complaint will be recalled to the hearing.
- BL 12.1.6.5** Complainant and Subject of Complaint will be notified of the disposition of the complaint.
- BL 12.1.6.6** hearing will be adjourned.

- BL 12.1.6.7** minutes of the hearing and the disposition of the complaint will be forwarded to the secretary for permanent recording.
- BL 12.1.6.8** Secretary will insure that the disposition of the complaint will be available to any member of **Name Chapter of Society of Southwestern Authors**.
- BL 12.2**        **RECALL**
- BL 12.2.1**        **Recall Procedure**
- BL 12.2.1.2**     A Petition to recall may be initiated by any member.
- BL 12.2.1.3**     A Recall Action will be described on the Recall Petition form as shown in **Appendix B**.
- BL 12.2.1.4**     Recall Petition will be submitted to the Board of Directors by a direct mailing as defined in **BL 11.2**.
- BL 12.2.1.5**     Board of Directors will respond by a direct mailing as defined in **BL 11.2** to the petitioner within seven days following next Board of Directors meeting.
- BL 12.2.1.6**     Board of Directors will appoint a Recall Committee of three people to implement the recall procedure.
- BL 12.2.2**        **Validation.**
- BL 12.2.2.1**     Recall Committee will verify the Recall Petition was filed by a member.
- BL 12.2.2.2**     Recall Committee will verify the Recall Petition was sent to the Board of Directors by a direct mailing as defined in **BL 11.2**.
- BL 12.2.2.3**     Recall Committee will verify the Recall Petition properly utilized **Appendix B**.
- BL 12.2.2.4**     A recall action requires signatures totaling ten percent of the members.
- BL 12.2.2.5**     total signatures described in **BL 12.2.2.4** are subject to **BL 12.2.2.8**.
- BL 12.2.2.6**     Recall Committee will verify the signatures on the Recall Petition are those of members of **Name Chapter of Society of Southwestern Authors** as described in **BL 12.2.2.4**.
- BL 12.2.2.7**     Names shown on a Petition for Recall will not be eligible to serve on the Recall Committee.
- BL 12.2.2.8**     Recall Committee will verify the addresses shown on the Recall Petition are current and traceable.
- BL 12.2.2.9**     Recall Committee will verify the basis for the recall action as an alleged violation of a written provision of the Bylaws or other document which has been officially adopted as a part of the governing system of **Name Chapter of Society of Southwestern Authors**.

**BL 12.2.3 Publishing**

**BL 12.2.3.1** Within sixty days, the Recall Committee will publish an announcement of a recall meeting to all members as described in **BL 11.1.1**.

**BL 12.2.4 Subject resigns**

**BL 12.2.4.1** If subject of a recall action resigns prior to the conclusion of the recall meeting, the meeting will be cancelled or adjourned and no further recall action will be implemented.

**BL 12.2.5 Quorum**

**BL 12.2.5.1** If a quorum of ten percent of the total membership of **Name Chapter of Society of Southwestern Authors** is not present when the recall meeting is called to order, the meeting will be adjourned immediately and no further recall action will be implemented.

**BL 12.2.6 Meeting Parameters**

**BL 12.2.6.1** One or more recall petitions may be considered at a recall meeting.

**BL 12.2.6.2** Recall actions against more than one office holder will be considered separate recall actions and will require separate Recall Petition Forms as shown on **Appendix B**.

**BL 12.2.6.3** Discussion prior to voting at a recall meeting will be limited to one hour.

**BL 12.2.6.4** Implementation of a recall action will require the approval of two thirds of members present.

**BL 12.2.6.5** Voting on a recall action will utilize the Recall Ballot as shown on **Appendix B**.

**BL 12.2.7 Recording**

**BL 12.2.7.1** minutes of the recall meeting and the disposition of the recall petition will be forwarded to the secretary for permanent recording.

**BL 12.2.7.2** Secretary will insure that the disposition of the recall action will be available to any member of **Name Chapter of Society of Southwestern Authors**.

**BL 13 FEES**

**BL 13.1 INITIATION FEE**

**BL 13.1.1 This Provision of the Constitution does not apply to the Bylaws.**

**BL 13.1.2 This Provision of the Constitution does not apply to the Bylaws.**

**BL 13.2 This Provision of the Constitution does not apply to the Bylaws.**

**BL 13.2.1 This Provision of the Constitution does not apply to the Bylaws.**

**BL 13.2.2 This Provision of the Constitution does not apply to the Bylaws.**

**BL 13.3 ANNUAL WRITER'S CONTEST**

**BL 13.3.1** entry fees for the Annual Writer's Contest will be determined by the Board of Directors.

**BL 13.4 ANNUAL CONFERENCE**

**BL 13.4.1** entry fees and other fees associated with the annual Conference will be determined by the **Executive Council**.

**BL 14 FISCAL YEAR**

**BL 14.1** fiscal year shall begin on the first day of **Month** and conclude on the last day of **Month** of the following year.

**BL 15 This Provision of the Constitution does not apply to the Bylaws.**

**BL 15.1 This Provision of the Constitution does not apply to the Bylaws.**

**BL 15.1.1 This Provision of the Constitution does not apply to the Bylaws.**

**BL 15.1.2 This Provision of the Constitution does not apply to the Bylaws.**

**BL 15.1.3 This Provision of the Constitution does not apply to the Bylaws.**

**BL 15.1.4 This Provision of the Constitution does not apply to the Bylaws.**

**BL 15.1.5 This Provision of the Constitution does not apply to the Bylaws.**

**BL 15.2 RESPONSIBILITIES**

**BL 15.2.1** It will be the responsibility of the Chapter to provide reports as required by the **Executive Council**.

**BL 15.2.2** It will be the responsibility of the Chapter to maintain accurate contact information including a mailing address, telephone and fax numbers and an e-mail address.

**BL 15.2.3** It will be the responsibility of the Chapter to provide Professional and Associate Membership information annually.

**BL 15.2.4** It will be the responsibility of the Chapter to provide election results annually and within thirty days of a special election.

**BL 15.2.5** It will be the responsibility of the Chapter to provide a financial report annually.

**BL 15.2.6** It will be the responsibility of the Chapter to provide property acquisition information annually.

**BL 15.3 VOLUNTARY DISSOLUTION**

- BL 15.3.1** A request for dissolution of a chapter shall be submitted to the Executive Council.
- BL 15.3.2** Executive Council will act upon a request for dissolution as described in **BL 15.3.1**.
- BL 15.4** **COMPULSORY DISSOLUTION**
- BL 15.4.1** A Complaint against a chapter may be filed by a member of **Society of Southwestern Authors**.
- BL 15.4.2** A Complaint against a chapter must be filed with the **Executive Council**.
- BL 15.4.3** A Complaint against a chapter must be sent to the **Executive Council** according to **BL 11.2**.
- BL 15.4.4** Upon receipt of a complaint against a chapter, the **Executive Council** will appoint a Complaint Committee of five members.
- BL 15.4.5** members of the Complaint Committee will be selected first from the **Executive Council**, then from members as required.
- BL 15.4.6** Complaint Committee will select a chairperson from within the committee.
- BL 15.4.7** Complaint Committee will respond to complainant within thirty days.
- BL 15.4.8** Complaint Committee will notify the chapter and complainant of procedures for hearing the complaint.
- BL 15.4.9** Complaint Committee will set the date and place for the complaint hearing.
- BL 15.4.10** Complaint Committee will invite the complainant and one supporting member to appear at the complaint hearing.
- BL 15.4.11** Complaint Committee will invite two defending members to appear at the complaint hearing.
- BL 15.4.12** Complaint Committee chair will convene the hearing as described in **BL 15.4.9**.
- BL 15.4.13** Complaint Committee chair will read the complaint.
- BL 15.4.14** Complaint Committee chair will invite complainant to speak for no more than fifteen minutes.
- BL 15.4.15** Complaint Committee chair will invite one other representative of the complainant to speak for no more than fifteen minutes.
- BL 15.4.16** Complaint Committee chair will invite the first defending member to speak for no more than fifteen minutes.
- BL 15.4.17** Complaint Committee chair will invite the second defending member to speak for no more than fifteen minutes.

- BL 15.4.18** Complaint Committee chair will excuse the complainant, supporters of complaint and defenders of the complaint from the complaint hearing.
- BL 15.4.19** Complaint Committee will decided to validate or annul the complaint.
- BL 15.4.20** An action by the **Executive Council** on a validated complaint may include dissolution of the chapter.
- BL 15.3.21** An annulled complaint will require that the complaint be dismissed and the chapter be maintained.
- BL 15.3.22** Complaint Committee will forward the disposition of the complaint to the **Recording Secretary** for permanent recording.

## **BL 16      AMENDMENTS**

- BL 16.1**      **Amendment Defined**
- BL 16.1.1**      An amendment to the **Bylaws** describes a change to an existing **Bylaw** provision or to a new **Bylaw** provision.
- BL 16.1.2**      An amendment to the **Bylaws** may be proposed by a member.
- BL 16.1.3**      A proposal for an amendment to the **Bylaws** must be submitted in writing to the **Board of Directors**.
- BL 16.1.4**      Within 30 days after receipt of a proposal for an amendment, the **Board of Directors** will submit the proposal to the membership for vote.
- BL 16.1.5**      After receipt of a proposal for an amendment to the **Bylaws**, the Board of Directors will publish the proposal according to the provision of **BL 11**.
- BL 16.1.6**      publication and distribution of a proposal for an amendment, as described in **BL 16.1.4**, must occur at least 30 days prior to the membership meeting held for the purpose of considering the proposal.
- BL 16.1.7**      publication and distribution of a proposal for an amendment, as described in **BL 16.1.4**, must be according to **BL 11.1.1.1, BL 11.1.1.2, BL 11.1.1.3 and BL 11.1.1.4..**
- BL 16.1.8**      Acceptance of an amendment must be by a two-thirds majority vote at a meeting as described in **BL 7.1.1.1..**
- BL 16.1.9**      A proposal for an amendment which is accepted by the membership will become effective immediately at the close of the meeting during which the proposal was considered.
- BL 16.1.10**      A minor correction to the **Bylaws** involving spelling, punctuation or wording that does not alter the intent of the original provisions may be approved by a majority vote of the Board of Directors.

# Appendix A

On the next pages are the membership applications as they appear on the web site of Society of Southwestern Authors. You may copy the pages of the applications or you may file electronically at

<http://www.ssa-az.org>

# Society of Southwestern Authors

## Application for Professional Membership

**Initial Membership \$30.00. Dues for one year \$30.00. Please remit total fees of \$60.00 with application To SSA, PO Box 30355, Tucson, AZ 85751. Directory information:** On the two lines below, *allowing 70 spaces per line*, please write what you would like printed in the Directory including book titles, genre(s), etc.

SSA recognizes that some arrangements for publishing, such as collaboration and ghost writing, are often confidential by contract. SSA neither solicits nor guarantees the confidentiality of any information on this application. *Please write legibly!*

Date \_\_\_\_\_

SSA Web Site: <http://www.ssa-az.org>

Name \_\_\_\_\_ Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

Phone \_\_\_\_\_ Fax \_\_\_\_\_ E-mail \_\_\_\_\_

Note: An applicant for Professional Membership must show that he/she, has made a profit or earned an income with his/her writing skills. sections below are designed to reveal that level of achievement.

### Section A

#### Published Book, Screenplay or Script

**Title of your book or script.** \_\_\_\_\_

If you have published more than one book or script, you may choose any of your titles as an example.

**Publisher or Producer** \_\_\_\_\_ **ISBN or other identification** \_\_\_\_\_

**Configuration** Conventional [ ] Audio Book [ ] E-Book [ ] CD [ ] Print on Demand [ ]  
 Motion Picture [ ] Teleplay [ ] Stage Play [ ] Other [ ]

### Section B

#### Magazine writing

List six of your stories, poems or articles that have been carried in magazines, newspapers, anthologies or on web sites (other than your own) and for which you have been paid.

Magazine	Issue month and year	Title of your story or article
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

# Section C

## Professional Experience

**Professional experience as a publishing executive, editor, journalist or free-lancer** requiring editing, critiquing, writing and/or proofing.

Company Name \_\_\_\_\_ How long engaged in this capacity? \_\_\_\_\_

Nature of your writing tasks \_\_\_\_\_

Describe current projects \_\_\_\_\_

**Professional experience as a professor, teacher or writing instructor** for schools or industry.

Name of institution \_\_\_\_\_ How long engaged in this capacity? \_\_\_\_\_

Nature of your writing tasks \_\_\_\_\_

Describe current projects \_\_\_\_\_

# Section D

## Collaboration, etc.

**Have you collaborated, on two or more occasions,** to write more than 50% of books which were credited to other people?

Yes [ ] Please provide documentation.

\_\_\_\_\_

**Have you collaborated, on twelve or more occasions,** to write more than 50% of stories, magazine articles, poetry or other short narratives that were credited to other people?

Yes [ ] Please provide documentation.

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**review board considers examples of your published writing of particular interest. Attach tear sheets, excerpts, identified reader comments, reviews and other supporting documentation. Also include clear descriptions of your current projects.**

# Society of Southwestern Authors

## Application for Associate Membership

**Initial Membership \$30.00. Dues for one year \$30.00. Please remit total fees of \$60.00 with application To SSA, PO Box 30355, Tucson, AZ 85751. Directory information:** On the two lines below, *allowing 70 spaces per line*, please write what you would like printed in the Directory including book titles, genre(s), etc.

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SSA recognizes that some arrangements for publishing, such as collaboration and ghost writing, are often confidential by contract. SSA neither solicits nor guarantees the confidentiality of any information on this application. *Please write legibly!*

Date \_\_\_\_\_

SSA Web Site: <http://www.ssa-az.org>

Name \_\_\_\_\_ Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

Phone \_\_\_\_\_ Fax \_\_\_\_\_ E-mail \_\_\_\_\_

A note to the applicant

We welcome your interest in the **Society of Southwestern Authors**. Whatever your area of interest in writing, we feel you will benefit from your association with other members at our forums, from the information published in our newsletter, *Write Word*, from the wide variety of activities during our annual conference, *Wrangling With Writing* and from the many other activities in SSA.

As stated in our constitution, our purpose is to promote mutually supportive fellowship among our members, provide recognition for our members' achievements and encourage persons seeking to become professional writers.

As an Associate Member, you need not show any particular level of expertise or success with your writing. However, please understand that elections to certain offices are restricted to Professional Members.

We are particularly interested in your reasons for joining the SSA. Please describe your writing objectives. Do you have a book in mind? Is your interest in the history of a particular area? (i.e., Do stage plays fascinate you?) Tell us about yourself. We want to know who you are and how we can help. Attach more information on a separate sheet if you like.

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Don't worry about What do I do next? Just come to your first forum. We'll introduce you and try our best to make you feel welcome. You'll quickly get a "feel" for the SSA and what we do.

Congratulations and welcome!

# Appendix B

**A part of the constitution**  
**of the**  
**Society of Southwestern Authors**  
**Petition for Recall**

\_\_\_\_\_  
Date

It is our opinion, as we have exhibited with our signatures below, that the person named on this petition has not performed the duties of his/her elected office to the standards required by the members of this organization.

Specifically, we allege that the person named in this petition has violated certain written provision of the Governing Conventions adopted by this organization as shall be listed on this petition.

We allege further that the person named in this petition has committed the listed violations willfully, carelessly, negligently or in a manner as to cause a threat to the normal functioning of this organization.

Therefore, we petition the appropriate authority of the Society of Southwestern Authors to effect a meeting of the members for the purpose of considering a recall action of the person named below:

\_\_\_\_\_  
Person subject to recall action

For violations of the following provision(s) of the Constitution or other Governing documents of the Society of Southwestern Authors

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**Appendix B Continued**  
**A part of the Constitution of the**  
**Society of Southwestern Authors**

# Petition for Recall

Note: There is space for 20 entries on this page.  
Reproduce this page as required.

Name	Address	Telephone

# Appendix C

**A part of the constitution  
of the  
Society of Southwestern Authors  
Recall Ballot**

\_\_\_\_\_  
Date

This ballot provides for one vote by a member of the Society of Southwestern Authors as defined in **BL 10.2.1.2** of the Constitution for the purpose of accepting or rejecting a recall action against the person named below.

\_\_\_\_\_  
Person subject to Recall Action

**A vote “YES” indicates a vote in *FAVOR* of the Recall Petition and requests that the subject named above *BE REMOVED* from his/her elected office.**

**A vote “NO” indicates a vote *AGAINST* the Recall Petition and requests that the subject named above *REMAIN* in his/her office**

**YES** \_\_\_\_\_

**NO** \_\_\_\_\_