

BYLAWS of the
CHAFFEE COUNTY WRITERS EXCHANGE

ARTICLE I

Name, nature of the organization and location

Section 1 – Name

The name of this organization is Chaffee County Writers Exchange, at times referred to in these Bylaws as the Writers Exchange. It is a tax-exempt social organization under Internal Revenue Code 501(c)(7).

Section 2 – Location

The address and principal office of the Chaffee County Writers Exchange shall be P.O. Box 245, Buena Vista, Colorado 81211.

ARTICLE II

Purpose

Section 1 - Purpose

The mission of this organization is

- (a) To foster writing.
- (b) To encourage publication through the sharing of resources and information.
- (c) To provide an opportunity for members to commingle, discourse, and socialize with others who have similar interests in writing and publishing.

ARTICLE III

Membership

Section 1 - Code of Ethics

The Writers Exchange

- (a) Expects all members to maintain the highest ethical standards, to embrace the purpose of the Writers Exchange, and to abide by the policies set forth in these Bylaws.
- (b) Does not discriminate on grounds of age, gender, sexual preference, race, creed, or national origin.

Section 2 – Membership categories. There shall be one category of membership as defined below:

General membership shall be open to all persons who agree to the purpose of this organization, who agree to be bound by these bylaws, and who pay the annual dues.

Section 3 – Amount of dues

The annual dues for membership shall be recommended by the Executive Board and approved by a majority of the participating member votes.

Section 4 – Payment of dues

Dues are payable at the beginning of each fiscal year (May 1), and if such dues are not paid within thirty (30) days thereafter, such membership shall cease.

Section 5 – Privilege of voting

The privilege of voting is granted to General Members effective upon receipt of membership dues.

Section 6 – Membership benefits

All members of the Writers Exchange shall be eligible for all rights, privileges, and benefits approved from time to time by the Executive Board.

Section 7 – Non-liability of Members

A member, including Executive Board members, of the Writers Exchange is not personally liable for the debts, liabilities, or obligations of the organization.

ARTICLE IV

Officers

Section 1 – Officers and Executive Board

The officers of the Writers Exchange shall include a President, Vice-President, Secretary, and Treasurer, with others to be added as needed. The Executive Board shall be comprised of the officers and one Member-at-Large.

Section 2 - Duties of Executive Board

The Executive Board shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the organization. Board members are required to participate in a majority of scheduled meetings.

Section 2.1 – President’s Duties

The President shall:

- (a) Call, set the agenda for and preside over all regular, Executive Board, and special meetings of the Writers Exchange.
- (b) Serve as spokesperson in regard to established policy.
- (c) Appoint committees as needed.
- (d) Serve as ex officio member of all committees except the nominating group. The President shall have the right to vote on such committees should a need for a tie-breaking vote arise.
- (e) Coordinate all activities and fulfill any other obligations designated by the Executive Board and any other duties applicable to the office as prescribed by the parliamentary authority adopted by the Writers Exchange.

Section 2.2 – Vice President’s Duties

The Vice President shall:

- (a) Assume duties of the President in the event the President is temporarily incapacitated or otherwise unable, or in need of assistance, to perform those duties.
- (b) Fulfill any other obligations designated by the Executive Board, and such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Writers Exchange.

Section 2.3 – Secretary’s Duties

The Secretary shall:

- (a) Record and preserve minutes to all general and Executive Board meetings.
- (b) Present minutes of regular meetings for correction and approval by the membership.
- (c) Make available minutes of Executive Board meetings at general meetings.
- (d) Respond to Writers Exchange correspondence as directed by the President.
- (e) Fulfill any other obligations designated by the Executive Board and such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Writers Exchange.

Section 2.4 – Treasurer’s Duties

The Treasurer shall:

- (a) Sign checks, drafts, or orders of payment and perform such duties as pertain to the same office in similar organizations.
- (b) Present a written financial statement, including budget status, at general and Executive Board meetings and make these statements available to the Executive Board.
- (c) Obtain Board President and Vice President approval for any expense over \$400.
- (d) Prepare or oversee preparation of tax returns and other forms required by the state and federal government.
- (e) Fulfill any other obligations designated by the Executive Board and such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Writers Exchange.

Section 2.5 – Member-at-Large’s Duties

The Member-at-Large shall:

- (a) Fulfill any other obligations designated by the Executive Board and such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Writers Exchange.

Section 3 – Executive Board Member’s voting rights

All Executive Board Members shall each be entitled to one vote in each matter submitted to a vote.

Section 4 – Nomination Procedure

At the first calendar year Executive Board meeting, a nominating group of members (must not include the President) shall prepare a slate of Executive Board members. Before the ballot is

finalized, nominations from the membership shall be solicited. The nominating group shall report the slate of candidates.

Section 5 – Ballot Election, Time of Elections, Term of Office

Executive Board members shall be elected by secret ballot mailed to the membership in April. Executive Board Members’ terms shall begin May 1st and extend for one year or until Executive Board Members’ successors are elected. Members shall be notified of election results.

Section 6 – Vacancies

A vacancy occurring in the office of President shall be filled by the Vice President. Vacancies in other offices and/or the Member-at-Large position shall be filled by appointment by the Executive Board and titled “pro-tempore” in that position until the next election.

ARTICLE V

Meetings

Section 1 – Regular Meetings

The Writers Exchange shall meet a minimum of three times a year.

Section 2 – Annual Meeting

The meeting following elections in April shall be designated the Annual Meeting and shall be for the purpose of installing new officers, receiving reports of officers and committees, and for any other business that may arise.

Section 2.1 – Quorum

Six general members of the Writers Exchange shall constitute a quorum.

Section 3 -- Voting

Voting shall be conducted as permitted by current Colorado law.

ARTICLE VI

The Executive Board

Section 1 – Board Composition

The Executive Board shall be comprised of a President, Vice-President, Secretary, Treasurer, and Member-at-Large. All Executive Board members shall be members of the Writers Exchange.

Section 2 – Board’s Duties

The Executive Board shall have general supervision of the affairs of the Writers Exchange between its regular meetings and conduct day-to-day business of the Writers Exchange as it deems necessary.

Section 3 – Board’s Power and Authority

The Board shall have authority to make recommendations to the Writers Exchange general membership, and perform such other duties as are specified in these Bylaws. The Board shall be subject to the will of the Writers Exchange members. None of its acts shall conflict with official action taken by the general membership.

Section 4 – Board Meetings

Board Meetings shall be called at the discretion of the President. The purpose of the meeting shall be stated in the call. General members of the Writers Exchange may request to be notified of and attend Executive Board meetings.

Section 5—Board Quorum

Three members of the Executive Board shall constitute a quorum.

ARTICLE VII Committees

Section 1 – Authority of the Board to Designate Committees

The Executive Board may at any time appoint committees to assist in general duties.

Section 2 – Scholarship Committee

A Scholarship Committee, when funds are available, may be instituted and should consist of a Chairman and at least one other person. This committee shall:

- (a) Publicize the purpose of the scholarship fund and the process of applying for and obtaining funds.
- (b) Determine recipients.
- (c) Monitor distribution of funds.
- (d) Report to the Executive Board from time to time.

Section 3 – Other Committees

Other committees, standing or special, shall be appointed by the President when an additional committee is deemed necessary to carry on the work of the group.

ARTICLE VIII Dissolution

In the event of dissolution of the organization, all debt shall be reconciled and any remaining assets, funds, or property shall be donated to one or more exempt organizations within the meaning of section 501 (c) (3) of the Internal Revenue Code, which the membership will determine by vote.

ARTICLE IX
Fiscal Matters

Section 1 – Fiscal Year

The fiscal year of the Writers Exchange shall begin on the first day of May and end on the last day of April in each year. The membership year shall begin on dates determined by the Executive Board.

Section 2 – No Monetary Benefit

As a tax-exempt social organization under IRS 501(c)(7) designation, no part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered.

ARTICLE X
Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Writers Exchange in all cases to which they are applicable and in which they are not inconsistent with the articles or bylaws of this organization.

ARTICLE XI
Amendment of Bylaws

These Bylaws may be altered, amended or repealed by a majority vote of the participating members, provided that the amendment has been submitted to the membership in writing, in advance.