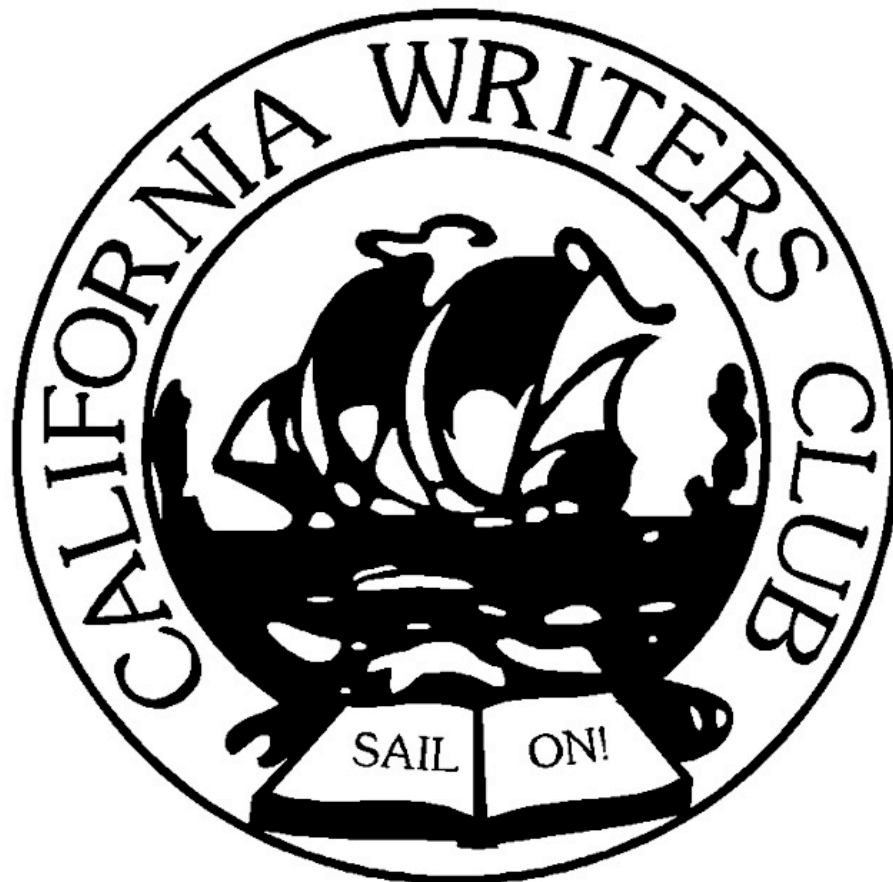


California Writers Club Policy and Procedures

(As updated July 7, 2021 – see final page for details)



Founded 1909

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I MISSION STATEMENT

- A) The California Writers Club (CWC) shall foster professionalism in writing, promote networking of writers with the writing community, mentor new writers, and provide literary support for writers and the writing community as is appropriate through education and leadership.
- B) The club supports all genres, writing styles and related professions such as editing, publishing, photographic journalism and agents.
- C) The branches provide an environment where members can obtain critique of their efforts, attend workshops, and share experiences. Branches are encouraged to mentor writers of all ages by providing educational programs for adults and fostering youth programs.
- D) The California Writers Club will not discriminate on the basis of race, religious creed, color, age, sex, sexual orientation, gender identity, national origin, religion, marital status, medical condition, disability, military service, pregnancy childbirth and related medical conditions or any other classification protected by federal state, and local laws and ordinances.

II ORGANIZATION

- A) Branches comprise the CWC. A branch operates on a semiautonomous basis, deriving its own bylaws, electing its own officers, and conducting its own programs and business. Branch operation shall conform to the corporate constitution, bylaws, and this policies and procedures (P&P) document. Officers of the branches are expected to adhere to the conditions listed below. Failure to do so may result in the revocation of the branch charter.
 - 1) Allow any Officer of the Central Board or duly appointed representative to attend official CWC branch events, including but not limited to board meetings, general membership meetings, workshops, conferences and social events. If an entry fee is being collected, the branch will waive the fee except for the cost of meals.
 - 2) Respond in a timely manner to any and all business communication from any Officer of the Central Board or duly appointed representative, including but not limited to emails, phone calls, and letters sent through the US Postal Service.
 - 3) Make available for inspection and review of branch records and documents, including but not limited to minutes, newsletters, correspondence, and financial records at the request of an Officer of the Central Board or duly appointed representative. These shall include records and documents kept in electronic format.
 - 4) Agree to participate in mediation led by an Officer of the Central Board or duly appointed representative upon request by any branch officer or member in good standing and authorized by the Officers of the Central Board.

The President is directed to send a copy of this new PnP material to every branch president with instructions to acknowledge receipt and understanding of these expectations.

- B) Unless otherwise stated in this document or the bylaws, the central board conducts the corporate business in accordance with a majority vote of the representatives

present at duly called meetings. Unless otherwise stated in this document or the corporate bylaws a quorum consists of half of the duly appointed branch representatives or their proxies.

- 1) This board is comprised of one representative from each branch. Branches should appoint their representative for a two-year term by the methods specified in their local bylaws.
- 2) If an appointed representative cannot attend a duly called meeting, the branch president may appoint a proxy. To vote on issues, the substitute must carry a written (e-mail or FAX) letter of proxy from the absent representative or from the branch president. A representative may carry only one proxy representing another branch.

III CENTRAL BOARD MEETINGS

- A) Unless for urgent and special reason ascertained by the Executive Committee of the Central Board, official meetings of the central board will occur no more than twice annually; one of the two, the mandatory annual meeting in July.
 - 1) The President shall select the meeting locations, north or south, based on equity in attendance considerations and costs
 - 2) The President shall solicit agenda items no less than three weeks before the meeting and circulate a planned agenda at least one week before the meeting.
 - 3) It is incumbent upon branches to provide representation at Central Board meetings including those held via the e-business process.
- B) A provision for conducting business via the Internet (e-business) is provided, see Article V. In addition to e-business, an internet-based space shall be available for informal discussion among branch representatives. An administrator will be appointed by the president.

IV REGIONAL ASSOCIATIONS

- A) Regional associations of branches are encouraged for purposes of furthering the mission of the CWC; for sharing branch operations information, collaborating on events, building membership, staffing book expos, and the like.
- B) Regional associations may operate at the discretion of their member branches, but that operation shall not conflict with the California Writers Club governing documents.

V CONDUCTING BUSINESS ON THE INTERNET (E-BUSINESS)

A) DISCUSSION

- 1) In addition to scheduled face-to-face meetings, the Central Board (CB) may conduct business via the Internet (e-business).
- 2) Email and the "Forum," an adjunct to the CWC website, shall be the sole e-business media. The official conduct of e-business shall be limited to the "Category," E-Business, and its three boards: Discussion, Voting, and the ancillary, Q&A Regarding Procedure.

- 3) Within the limitations of email and the Forum, e-business shall follow the rules of “Precedence” established within these Policies and Procedures.
- 4) The CB President shall act as e-business Presiding Officer (PO) and shall act as or appoint an e-business Moderator.
 - a The PO will conduct process: recognizing and disposing of motions; the moderator will manage the e-business boards.
- 5) Each CB Representative (Rep) is required to have Internet access and an e-mail account and have a working familiarity with the Forum. Reps are expected to attend the e-business process with sufficient discipline to act on each motion presented by the PO. A Proxy may fill in for an absent Rep.
- 6) Status emails (“broadcasts”) sent by the PO in the course of conducting e-business) shall include “CWC” and topical information in the subject field. Example: “CWC – Call to Order.”
- 7) The moderator will pair the PO’s broadcasts with a concomitant “NOTICE” on the e-business board.
- 8) The secretary of the Central Board shall prepare e-business minutes to be emailed to CB Reps and branch presidents on a quarterly basis. A collection of these e-business minutes will be brought up for approval at the next face-to-face CB meeting.
- 9) Several motions may be processed simultaneously.

B) PROCEDURE

- 1) Any Central Board Rep may make a motion by framing it appropriately (“I, John Doe, move that...”); recommending time frames for seconding, discussion, and voting; and emailing it to the PO. The PO may negotiate the time frames; however, discussion will be allowed for no fewer than 8 days after the motion is seconded, and subsequent to opening the voting board, no fewer than 8 days to vote.
- 2) A motion shall be deemed to be in order if it is properly framed and if it pertains to a matter that is within the proper scope of the CB according to its constitution and bylaws.
- 3) Upon recognizing the motion as being in order, the PO will:
 - a Broadcast a “CWC – Call To Order.” The broadcast will include mover’s name, the title and text of the motion, or a synopsis, and the time frames for a second, the discussion and voting. Reps will be directed to the Forum.
 - b Forward it, with time frames, to the e-business Moderator, who will post the full motion on the Forum, including mover, title, text, and time frames, as a “Topic” under the “Board” headed “Discussion of Active Motions.”
- 4) The first Forum “Reply” to the motion must be a second. If a second is not made within the specified time, the motion will automatically “expire.” A “CWC – Motion Expired” broadcast will be sent by the PO, and an “NOTICE – EXPIRED MOTION” posted on topic by the Moderator. The posting will remain for a week, after which the motion will be removed.

The mover may withdraw his or her motion, with an email to the PO, at any time before it is seconded but not after. The PO will then broadcast the withdrawal (“CWC – Motion Withdrawn”) and the Moderator make a “NOTICE – WITHDRAWN MOTION” note on the discussion board.

- 5) Once the motion has been seconded, discussion may begin. During the discussion period, the motion may be managed (amended, tabled, withdrawn, etc.) only by a subsidiary motion, processed in the same manner as the primary motion.
- 6) If a subsidiary motion is in order, the PO will broadcast a “CWC – Stop Notice, a Subsidiary Recognized” to indicate that discussion on the main motion will cease until disposition of the subsidiary is achieved. The Moderator will follow with a “STOP NOTICE – SUBSIDIARY RECOGNIZED” reply on the topic board and post the subsidiary motion and time frame details below it.

If an approved subsidiary motion substantially changes its primary motion, the mover of the primary motion may request and renegotiate its discussion and voting time frames.
- 7) A point-of-order may be raised by means of an email to the PO. The PO will respond with a broadcast, “CWC – Point of Order,” relate the point being made, accept or reject with basis, and if accepted, take the appropriate action. The Moderator will follow suit on the e-business board.
- 8) At the end of the discussion periods (main or subsidiary), the PO shall declare discussion closed with a broadcast entitled “CWC – Call for a Vote.” The broadcast will include the motion’s title, the name of the mover and seconder, the text including changes ordered by way of approved subsidiary(ies), and the time frame for voting. The Moderator will open the voting board with the motion’s title, final wording and time frame for voting.
- 9) Votes will be cast by way of a “Reply” to the topic. Each reply will include the branch name and the word “Aye,” “Nay,” or “Abstain. A vote may be changed during the voting period. When voting closes, a notation of “Present” will be recorded for those who participated in the discussion but did not vote. An “Absent” will be recorded for those not attending either the discussion or the vote. These notations will become a part of the minutes.
- 10) A quorum is defined within these P&Ps. For purposes of determining an e-business quorum, a member is counted as present only if that member has voted.

If a quorum is not reached by the end the specified voting time, the PO may extend the voting period once but add no more than the original time allotted. If a quorum is still not reached, the motion will have said to expire and, with a broadcast from the PO, “CWC – Motion Expired” will be removed from the e-business board by the Moderator and an “EXPIRE NOTICE” posted on the voting board for a week.
- 11) At the conclusion of voting, the PO will determine a quorum, and count and tally the votes. The PO will adjourn that particular e-business session with a broadcast entitled, “CWC – Motion Passed/Failed,” state the motion’s title, the text, its disposition, the tally, including those accorded a “present” or an “absent.” The Moderator will confirm the tally and post an announcement of results under that voting topic. The Moderator will remove the motion and discussion from the board not earlier than a week after the PO’s broadcast.

- 12) Minutes of e-business: the secretary shall record all motions receiving a second. The motion title, text, disposition and tally, including those accorded a “present” or an “absent” shall be recorded and maintained as minutes. These minutes, following approval by the Central Board, shall be placed on the CWC web site. If no motion has reach a second during the period, a statement to that effect will be sent.
- 13) E-business minutes shall be officially approved by the CB at the next face-to-face meeting.

C) RESPONSIBILITIES

- 1) Presiding Officer (PO) – officiates the conduct of the e-business process, including the following:
 - a Entertains motions from Central Board Representatives. May negotiate time frames.
 - b Maintains order with the help of moderator, if one is appointed.
 - c Sends broadcasts to Reps announcing status of motions in process. May extend time frames if deemed appropriate.
 - d Ascertains whether quorum has been met. Counts votes and proclaims dispositions, and the tally, including those accorded a “present” and/or an “absent.”
 - e Remains neutral in the e-business process and may not participate in discussion or voting; although may encourage participation through means, external to this e-business process.
- 2) Moderator – coordinating with PO, manages e-business boards and runs clock, including the following:
 - a Maintains boards and topics; responds to PO’s email broadcasts with notices on the e-business boards.
 - b Removes non-legitimate replies, e.g., discussion on a voting board.
 - c Confirms PO’s assessments of vote counts and quorum.
- 3) Secretary – Records and publishes e-business results, including the following:
 - a Maintains record (minutes) of all motions receiving a second including the maker, the seconder, text and disposition, a complete tally, including those accorded a “present” or an “absent.”
 - b Prepares quarterly collections of minutes. Emails them to branch presidents. Presents e-business minutes for CB approval at the next face-to-face meeting.

D) DEFINITIONS

- 1) E-business – Internet-facilitated legislation in the form of motions, and their quasi-parliamentary management as guided by *Robert's Rules of Order*.
- 2) Broadcast – A procedural email of status and action that is sent to all branch representatives. Examples include:

- (i) CWC – Call to order
 - (ii) CWC – Call for the Vote
 - (iii) CWC – Motion Passed/Failed
 - (iv) CWC – Motion Expired
 - (v) CWC – Stop Notice
 - (vi) CWC – Resume Notice
 - (vii) CWC – Contested Motion
 - (viii) CWC – Point of Order
 - (ix) CWC – Motion Withdrawn
- 3) Proxy – A CWC member, appointed by a branch president to act on behalf of an absent Representative. The proxy will use the CB member’s ID and password. When the proxy’s period of service has concluded, it is the CB member’s responsibility to change his or her password to ensure the restrictive nature of Forum and e-business operations.
 - 4) Time frame – The period between start and stop dates for legislative action; e.g., seconding a motion. A normal time frame is considered to be four days for the second, two weeks for discussion, and one week for voting following the sending of a broadcast.
 - 5) NOTICE – A posting on the board by the moderator, mirroring the PO’s broadcast.
 - 6) Aye – Yes; an affirmative vote on the motion.
 - 7) Nay – No; a negative vote on the motion.
 - 8) Abstain – A vote not indicating favorable or unfavorable inclination
 - 9) Present – A record accorded a member who has participated in discussion but not voted.
 - 10) Absent – A record accorded a member who has not visited the motion either to discuss or to vote.
 - 11) Expired – No longer under active consideration. A motion is said to have expired if it does not receive a second or does not experience a quorum during its life on the E-business Board.

VI MEMBERSHIP

- A) Membership categories are active, emeritus, life, patron, honorary, courtesy, associate and associate non-writing literary professionals, student, and supporting.
- B) Definitions for this section:
 - 1) General circulation shall be interpreted as distribution of at least 1,000 copies.
 - 2) A publisher of standing shall be interpreted as a business entity that derives its income from publishing literary, academic, or technical works. Each branch shall appoint an Accreditation Committee that considers and approves material submitted by potential active or associate members and submits approved

membership applications to the state membership chair. The branch shall send the central board its share of initiation fees and annual dues with each application.

- C) Each branch considers and approves applications for advancement from associate to active category and informs the state membership chair of all such membership. In the absence of specific directions in this document or the bylaws, Constitution, or Articles of Incorporation, the latest edition of Robert's Rules of Order available will govern procedure at Central Board meetings changes.
- D) Active members are writers who produce fiction, nonfiction, poetry, plays or other creative writing of quality and meet the following minimum production requirements:
 - 1) A fiction writer, nonfiction writer, poetry writer, and/or a photojournalist shall have had a book published by a publisher of standing within the past ten years, or a book currently under contract, or publications or acceptance within the past three years of not less than three stories, articles or columns in a periodical or periodicals of general circulation.
 - 2) A writer of stage plays, screenplays, radio plays, television plays, or videos, shall have had a publication, performance, production, or production in development within the past 10 years.
 - 3) A branch may consider a self-publisher or writer who publishes his material under his own imprint eligible for membership. The branch Accreditation Committee shall use the following criteria to judge the submitted material:
 - a Professional presentation of writing style
 - b Professional presentation as to style
 - c Plans for distributing published materials
 - d In addition, the branch Accreditation Committee shall reserve the right to determine if the quality of the publication meets the high standards of professional writing. This evaluation deals only with the standard of writing and not with the genre or content.
 - 4) A branch may consider a self-publisher or writer who publishes his material electronically for membership. The branch Accreditation Committee shall use the following criteria to judge the submitted material:
 - a Professional presentation of writing style
 - b Professional presentation as to graphics
 - c In addition, the branch Accreditation Committee shall reserve the right to determine if the publication's quality meets the high standards of professional writing. This evaluation deals only with the standard of writing and not with the genre or content.
- E) A branch may accord emeritus membership to active members who have made significant contributions in the field but may no longer be actively writing. Emeritus members may vote and hold office. (Refer to Article V Dues and Fees.)
- F) Branches shall accord life membership only to active members. Life members shall be exempt from any further payment of dues but otherwise shall have all the duties and privileges of active membership.

- G) A branch may accord patron membership to persons or organizations that contribute to the branch in either outright gift, substantial yearly contribution or significant service.
- Patron members shall have no vote nor hold office unless they are active or associate members. The branch pays central board's share of such member's annual dues to the central treasury.
- H) The central board may accord honorary membership to persons who are of such eminence that the CWC in honoring them honors itself.
- 1) Honorary members shall not pay dues, hold office, or vote.
 - 2) A branch shall petition the central board to grant honorary memberships.
- I) A branch may accord courtesy membership of one year to unpaid speakers as an acknowledgment of such services.
- 1) Courtesy members shall not hold office, or vote.
 - 2) The branch pays central board's share of such member's annual dues to the central treasury. (Refer to Dues and Fees.)
 - 3) When a courtesy membership expires, he or she may be designated as an active or associate member upon payment of renewal dues.
- J) Associate membership shall be accorded to those persons who qualify by submission of writing material that is approved by the branch Accreditation Committee as clear evidence of acceptable writing quality.
- 1) An exception to this policy exists for non-writing literary professionals. If no demonstrated conflict of interest exists, branches may accord associate membership to career professionals in areas related to writing. These adjunct memberships may include editors, librarians, agents, booksellers, publishers, producers, directors, and book illustrators. The branch accreditation committee has the discretion to grant these memberships.
 - 2) An accreditation committee shall consider literary agents only if his or her agency has at least three published clients and is a member in good standing of the Association of Authors' Representatives.
 - 3) Associate members shall have the right to vote, serve as branch directors, hold branch offices, and represent their branches on the central board.
 - 4) The number of associate members in a branch shall not exceed the number of active members.
- K) Student memberships are offered to writers from the ages of eight through 22, or any writers who are a verified full time student at an accredited school. No writing submission shall be required. Student members will not be eligible to vote or hold office. (Exceptions may be made by the central board.)
- L) Branches may create a supporting membership in those cases where the ratio of associate to active members does not allow additional associates on the roster, or for people who want to support a branch, but are not interested in a writing career.
- 1) Supporting members are entitled to the same privileges and benefits as active and associate members except they may not vote, hold office, nor represent their branch to the central board.

- 2) Supporting members shall pay the same dues and fees, local and central board, as active and associate members.
- 3) It shall be the policy of the CWC to not void or delete any active or associate member information from the central electronic membership record system for a period of not less than seven years.
- M) If any existing member of a CWC branch wishes to join one or more additional branches, they shall pay branch dues (\$25, not prorated) to each branch they join, and they will not have to re-qualify for their membership level at any additional branches they join. Regardless of how many branches to which a member belongs, the member will have only one vote in statewide issues.
- N) Branches may offer hardship memberships on a case-by-case basis at the discretion of the branch board of directors. Hardship memberships shall not constitute more than five percent of the branch's membership.
- O) When inviting members to CWC branch meetings, "member" means a member in good standing of any CWC branch statewide. "Guest" or "non-member" shall refer to those who do not belong to any CWC branch. Thus any CWC member may attend a regular branch meeting of any other CWC branch for the same price as the sponsoring club members. This policy applies only to regular meetings but not to contests, anthologies, events, conferences, seminars, submissions to a club's newsletter, or any other activity a CWC branch may organize unless stated otherwise by the sponsoring branch.

VII DUES AND FEES

- A) All dues and fees are paid to the member's branch. The branch shall then remit the appropriate funds to the central board.

Active, associate, and supporting CWC members shall pay annual dues of \$45 to a branch. The membership year is July 1 through June 30. The branch shall remit \$20 to the central board with the member's renewal to the membership chair by October 20 or be reported as delinquent to the CWC board. The membership chair must submit funds and forms to the treasurer and updated membership records to CWC board by November 5.
- B) Members in good standing have until September 30 to renew their membership at the local branch. On October 1, CWC shall drop all delinquent members from the rolls. If dropped, a member must re-qualify his or her status and pay the new member enrollment fees.
 - 1) Non-renewal of membership.

Branches will deny a member's application for renewal if that member has exhibited behavior that the central board deems to be detrimental, libelous, or slanderous to CWC's good name or its members. Documentation of accusations followed by a 2/3 vote from the current central board will be required to deny renewal of membership. The central board reserves the right to define the parameters of detrimental, libelous, or slanderous behavior.
- C) In addition to the membership dues, new members shall pay an enrollment fee of \$20. The branch remits one-half the amount of the enrolment fee to the central board with each new member application.

- D) Starting January 1, a branch may enroll new members for \$22.50 plus \$20 enrollment fee.
- E) Active members may purchase life membership for \$675 and are then exempt from further dues. The branch shall remit \$275 of the life membership fee to the central board treasury.
- F) Branches shall pay annual dues (\$25) to the central treasury for each patron or courtesy membership they bestow.
- G) Emeritus members shall pay a renewal fee of \$15. The branch shall remit \$8 to the central board treasury.
- H) A branch shall determine its student membership fees. The branch shall pay \$10 per member to the Central treasury to cover the costs of insurance and accounting.
- I) For hardship memberships, a branch shall remit \$10 to the state CWC treasury.

VIII OFFICERS OF THE CENTRAL BOARD

- A) The central board officers shall be president, vice president, secretary, and treasurer.
- B) Duties of officers: All officers are responsible for setting a tone of engagement and for encouraging a harmonious and collaborative operation, both in meetings and associated communication.
 - 1) President. In addition to other duties that may be described in these Policies and Procedures, the president shall:
 - a Preside over central board meetings, the executive committee, and the e-business process; shall provide vision and leadership, encourage an open forum for ideas and discussion and the participation of all branches in the governance of the club.
 - b Determine the time and place for each central board and executive committee meeting on the basis of convenience, cost and equity among branches.
 - (i) Create and distribute agendas, via e-mail attachment. Except for special meetings, entertain inputs to agendas from six weeks in advance of meetings and e-mail final agendas to members one week before the event.
 - (ii) May deliver special meeting agendas at the event.
 - c May cosign all drafts, checks, and contracts approved by the central board.
 - d Appoint committee chairs unless otherwise stated in these Policies and Procedures.
 - 2) Vice president. In addition to other duties described in these Policies and Procedures and in the bylaws, shall:
 - a Assume the president's duties when the president is unable to act.
 - b May cosign all drafts, checks, and contracts approved by the central board.
 - 3) Secretary. In addition to other duties described in these Policies and Procedures and in the bylaws, shall:

- a Take minutes of all duly called central board meetings and distribute them after the meeting
 - b Maintain information as to branch officers, meeting venue, and other like data to meet the needs of the club's insurance provider, and to fulfill reporting requirements of the California Secretary of State and Federal Internal Revenue Service, not to include filing tax returns. Produce such information as needed to meet filing deadlines.
 - c May cosign all drafts, checks, and contracts approved by the central board.
- 4) *Treasurer*. In addition to other duties described in these Policies and Procedures and in the bylaws, shall:
- a Keep all accounts in good order.
 - b Prepare an annual budget with the advice of the Finance Committee.
 - c Cause branches to send quarterly and year-end financial reports to him or her.
 - d When deemed necessary, appoint subcommittees, with approval of the Executive Committee, to conduct the financial business of the central board.
 - e Work with an accounting firm to improve the reporting processes and pass requirements down to the branches.
 - f May cosign all drafts, checks, and contracts approved by the central board.
- C) The central board shall fill vacancies occurring in the offices of president, vice-president, secretary, or treasurer by appointment.
- D) Official term of service for Central Board Elected Officials: Effective January 31, 2016, the official term of service for Central Board Elected Officers: President, Vice President, Secretary, and Treasurer, will be changed from July 1 of one calendar year to June 30 of the next calendar year henceforth to be August of one calendar year to July 31 of the next calendar year

IX RIGHTS OF VOTING AND NON-VOTING MEMBERS OF THE CENTRAL BOARD

- A) Three categories of participating attendees to the Central Board are accommodated:
- 1) Central Board Directors: Branch elected or appointed representatives to the Central Board or their proxies, and the president
 - 2) Non-representative committee chairs: CWC members, who are not directors, appointed to serve the Central Board by the president
 - 3) Guests by invitation: retained consultants, other CWC members, and the public with a bona fide interest.
- B) Only attending directors, or their proxies, may:
- 1) Participate in discussion related to a motion, either in face-to-face meetings or on the E-business Forum
 - 2) Vote on motions proffered during official central board meetings or advanced via the e-business process; or cast ballots during elections.

- C) Attending directors, or their proxies, are entitled to cast one vote representing the consolidated opinion of their branch.
- D) With presidential permission, non-directors having pertinent information that may constructively impinge on non-legislative discussion may participate in face-to-face meetings and on the calwriters.com website discussion forum.

X ELECTIONS

- A) The representatives to the central board shall elect central board officers each year at the July meeting.

The normal term-of-office for all officers is one year or until a successor is elected.

- B) In January of each year, the president shall appoint the chair of the Nominating Committee subject to approval by the central board. The chair shall not be from the president's home branch.
 - 1) The chair may enlist as many members from the central board as the chair deems necessary.
 - 2) The nominating committee shall solicit candidates for the positions of president, vice president, secretary, and treasurer, as follows:
 - a Candidates must be from different branches.
 - b Candidates for president and vice president must be active members of their respective branches.
 - 3) Candidates for president and vice president must have served at least one year in the previous five on the central board.
 - 4) The candidate slate may have more than one name for each position. In the event the Nominating Committee Chair and/or any member of the committee decides that they wish to be a candidate for any of the offices of the central board, they will so notify the president and the central board immediately and no later than two weeks prior to the date of election.
 - a Such notification shall carry with it an immediate resignation as the chair and/or member of the Nominating Committee.
 - C) In April, the Nominating Committee shall present the slate to the central board. *The Bulletin* editor shall include the Nominating Committee's slate in each issue of *The Bulletin* published between April and the elections in July.
 - D) In July, the president shall yield to the chair of the Nominating Committee for the purposes of soliciting further nominations for the four positions from the central board. Any one making a nomination from the floor must have written permission from that person.
 - E) The chair shall declare election by acclamation when only one name appears on the slate for an office.
 - F) In the event that two or more candidates contest a position, the chair shall conduct an election by secret written ballot. The chair shall appoint a teller to distribute, collect, and count ballots, as follows:
 - 1. The chair shall give each candidate five minutes to speak to the assembly before the teller distributes ballots.

2. The teller shall tally and announce the results of the voting to the central board.
- G) The elected officers shall assume their duties at the end of the July meeting.

XI COMMITTEES AND SPECIALTY DIRECTORATES

- A) The president shall appoint the committee chairs and specialty directors necessary to the conduct of business of the central board. The president shall be an ex-officio member of all committees and directorates except the Nominating Committee.
- B) Except where this document assigns the position, the president may establish other committees, directorates, and chairs, subject to approval by the Central Board. Chairs and directors other than finance and bylaws, may be selected at large from branch membership.
- C) The president may retain or appoint special consultants to the board for a specified time.
- D) All appointments or retentions must have the approval of the central board.
- E) Standing Committees.
 - 1) Executive
 - a) The central board elected officers and one member-at-large approved by the central board shall comprise the Executive Committee. The president shall chair the committee.
 - b) The president fills the position of member-at-large on the Executive Committee by appointment subject to central board approval.
 - c) The central board shall charge the Executive Committee with handling day-to-day corporate business that in the Executive Committee's opinion it cannot defer to the next duly called central board meeting. For that purpose, the central board authorizes the committee to use the discretionary funds approved in the corporate budget for CWC business.
 - d) The committee may not enter into any contract in excess of \$500 without central board approval.
 - e) The president shall report all Executive Committee actions at the next duly called central board meeting.
 - 2) Membership
 - a) The CWC president shall appoint the chair of the membership committee subject to approval by the Central Board.
 - b) The Chair shall collect membership renewals and requisite fees from each branch. After verifying that the correct fees were paid, the Chair shall forward the money and appropriate forms to the central board treasurer. The Chair will then Verify (using the MRMS "Verify" button) those member records in the State Membership Records Management System (MRMS).
 - c) The Chair shall provide a file of current member addresses for statewide mailings, e.g. *The Bulletin* or the *CWC Literary Review*.
 - d) The Chair, along with the State MRMS Administrator, shall be responsible for the accuracy of membership records in the State Memberships Records

Management System (MRMS) and shall provide periodic membership updates to the Central Board.

- e The Chair, along with the State MRMS Administrator, shall have global access permissions to information contained in the MRMS database.
- f The Chair is responsible for providing instructional guidance to new and existing branch membership chairs.
- g The Chair may, with the approval of the Central Board, create subcommittee to deal with membership matters.

3) Bylaws, Policies and Procedures, and Standards

a The Bylaws Section.

- (i) The committee shall conduct a comprehensive bylaws review every fourth year. The committee shall notify the central board when the Bylaws require change.
- (ii) In the interim, the central board shall vest the committee with the responsibility of reviewing change proposals made by branches or representatives under the provisions of the constitution and bylaws and make a recommendation to the central board for action.
- (iii) The committee shall review bylaws submitted by candidates for new branch charters to assure they conform to the corporate constitution, bylaws, and policies and procedures.
- (iv) Branches shall submit changes of their bylaws to the committee to assure those changes conform to the corporate constitution, bylaws, and policies and procedures.
- (v) Except for resolving conflicts, neither this committee nor the central board may dictate changes or modifications to branch bylaws.
- (vi) The committee chair shall serve as central board parliamentarian.

b The Policies and Procedures Section.

- (i) The committee shall assist the secretary in maintaining the Policy and Procedures manual and providing copies to branch representatives, the webmaster, and to other members of CWC when requested through their representative or the Executive Committee.
- (ii) The committee shall provide assistance, when requested, in constructing changes to the P&P.

c The Ethics and Standards Section.

- (i) The committee will recommend standards on a case-by-case basis as issues arise with the aim of developing an evolving code of standards.
- (ii) Officers, directors, and event chairs must show personal integrity, must be free of conflicts of interests, and carry out their duties in a professional manner.

4) Finance

The central board treasurer shall chair the Finance Committee and may create any necessary subcommittees.

The treasurer may recruit as many central board members for the committee as deemed necessary to conduct the CWC fiscal affairs within its constitution and bylaws and the California and United States nonprofit corporate laws and rules.

- a The committee shall meet quarterly before the central board meeting to develop its report and resolutions for the central board. The chair may consult with committee members between meetings, as deemed necessary. The central board charges the committee with the responsibility to review quarterly financial reports and make recommendations to keep the corporation solvent.
- b In July of each year, the committee shall present a budget to the central board for the coming fiscal year. The central board shall vote to approve or modify the budget at the same meeting.

5) Branch Development

The president shall appoint a Branch Development Chair. The vice president shall be a member of the committee. The committee shall investigate and contribute to:

- New branch development
 - Troubled branch problem-solving and/or renewal
- a The committee will advise and assist in the forming of new branches, provide model documents, techniques for achieving an appropriate membership, process and methods of operation, may assist in acquiring meeting venues, and instilling the mission of the CWC. See New Branch Development Section.
 - b The committee is also charged with identifying and providing suggested solutions to existing branches with significant problems. The committee shall be the first line of central board involvement with regard to assisting troubled branches with offers of substantive value; and operate with the notion that early discovery and assistance leads to better solutions.

6) *The Bulletin*

- a The official newsletter of the CWC shall be *The Bulletin*.
- b The editor of *The Bulletin* shall chair this committee. The chair may recruit other members of the CWC to assist in production and circulation.
- c The Bulletin shall be digitally produced three (3) times a year, and distributed to all members in good standing and certain other people and agencies that the editor deems will further the purposes of the CWC. *The Bulletin* shall be posted on the CWC website upon publication.
- d Advertising and sponsorship for *The Bulletin* is encouraged, but it must conform to Publication 417 of the United States Postal Service for nonprofit organizations.
- e Branches are encouraged to submit information to the editor for publication in *The Bulletin*, but the editor is the sole authority on what is printed and may edit the material for length and content.

f Branches may advertise local events, such as conferences, workshops, and other activities by having inserts included in *The Bulletin*, but shall reimburse the central board for the direct expense, not including postage, of the printing, in accordance with the posted advertising rates. Articles announcing such events shall be published at the discretion of the editor at no charge to the branches.

7) Scholarship

a The Scholarship Committee (the Committee) shall comprise at least five active members of California Writers Club (CWC). Committee members need not be representatives to the central board. The central board president shall appoint the committee's chair subject to ratification by a majority vote of the board.

b The scholarship fund will be a set-aside (reserve) of the central board treasury. At the end of each fiscal year, one-half of any uncommitted general funds, one-half of any investment dividends and interest, one-half of any net income for conferences and contests, and one-half of any net income from any other fund raising efforts of the central board shall be transferred to the scholarship fund. CWC will award scholarships when in the committee's opinion the scholarship reserve has accrued sufficient funds. The committee shall seek to supplement the scholarship fund with grants, donations from the membership, and members' endowments.

c The committee may not use funds derived from grants for administrative purposes. The committee may not use more than 20 percent of the scholarship fund, excluding grants, for administrative costs including solicitation of funds and grants, and travel and per diem for committee members. The use of the scholarship fund, excluding grants, for any other purpose shall require approval by a three-fourths vote of the central board or two-thirds of the general membership.

d Funds shall be distributed as matching funds at an amount not to exceed \$250 per branch, per year, for candidates entering or continuing in writing-related pursuits. This motion shall remain in effect so long as there are adequate funds in the CWC Scholarship Fund.

- (i) Branch researches potential institutions as scholarship recipients (may be any accredited California institution of higher learning - public or private - hereafter referred to as *college*).
- (ii) Name of proposed college is brought to the branch board for discussion and a vote.
- (iii) Branch board votes to allocate a specific amount of branch funds (may be any amount but CWC will only match up to \$250) for the purpose of the scholarship to a specific institution.
- (iv) Branch approaches the selected college and learns their procedures for accepting money toward establishing scholarships.
- (v) Branch receives a letter (may be an email) from the college indicating that they will accept funds from CWC for the purpose of establishing a scholarship in the name of donating branch.
- (vi) Branch applies to the central board for matching funds up to \$250, check to be made payable to the receiving institution. Application will be

emailed to president@calwriters.org. The application will indicate the branch name; name, title, and email address of branch person making the request; commitment by the branch to allocate an amount matching or higher than the amount requested from the CWC scholarship program; confirmation that the college has agreed to accept the CWC scholarship to be awarded to a student studying a writing-related field; verification that the college will attach the name 'California Writers Club' to the scholarship; and name of payee and address to which the check should be mailed.

(vii) Branch receives the check from the CWC and prepares their branch check payable to the receiving institution.

(viii) Branch presents two checks to the receiving institution.

e These articles, once adopted, may be changed only by a two-thirds vote of the central board provided (1) all representatives are notified of the proposed changes no fewer than two weeks before a duly called face-to-face meeting of the body, or (2) the procedures and time frames set forth in Section V – Conducting Business on the Internet (E-Business) are adhered to if changes are proposed via the Internet.

8) Outreach

a This chair may work in tandem with the public relations and publicity chair. The committee is responsible for providing specific action and events related to assisting branches with:

(i) Recruitment and education

(ii) Writing and publication opportunities

(iii) Funding sources

(iv) Providing writing feedback opportunities and agent and editor feedback and consulting opportunities

(v) Invigorating and inspiring writers both within and outside CWC

(vi) May also engage in fostering Central Board activities in conjunction with or in support of adjacent interests as in book fairs, contests, conferences, etc.

9) Ad Hoc Committees—the president may create and appoint chairmen, subject to ratification of the central board, for such other committees as may be necessary for the operation of the central board.

F) Public Relations and Publicity Directorate (PR&PD)

1) A CWC member shall be appointed Director of the PR&P Directorate who may recruit up to two additional members as staff. The Director shall be a non-voting, advisory member of the Executive Committee.

2) The Director shall act as gatekeeper for all public notices describing, defining, or referring to, in an expository manner, the CWC as a state organization. This responsibility excludes Branch and Regional specific broadcasts.

3) As gatekeeper the Director and staff will:

a Actively approve all state website posting and

- b Be cognizant of and assure consistency in Club representation with regard, but not limited to:
 - (i) *The Bulletin* (the CWC official newsletter)
 - (ii) The CWC Literary Review
 - (iii) State sponsored representations at trade shows (excludes exclusive Branch and regional organization presence.
 - 4) The PR&P Director shall continually direct the activities of the CWC Webmaster, guiding state website design and maintenance, and assuring appropriate content and currency.
 - 5) The PR&P Director shall also see to
 - a Reasonably current media-access contact information and its availability to branches
 - b The generation and placement of public relations and promotional message in various media and formats, enhancing the Club’s presence among its various public communities and branches
 - c Establishing and maintaining relations with related government and NGOs, so as to foster exchange and garner support
 - d Maintaining an awareness of CWC events and activities so as to involve branches when opportunity presents.
 - 6) The PR&P Director shall coordinate financial requirements with the Central Board Treasurer, so that a line item for PR&P is included in annual budget planning.
 - 7) **SPONSORSHIPS:** From time to time an organization such as the San Francisco Writers Conference will invite the CWC to sponsor a writers conference, festival, or similar event. Typically, they offer us a free booth and promotion in their literature and we, in exchange, promote them to our members (such as with a link on our website calwriters.org, blurb on our website, email to branches) and make a sponsorship donation. The CWC Central Board may engage in such sponsorship with a majority vote of the Central Board or, when time does not permit, by approval of the Executive Committee;(c) A disclaimer will not be required.
 - 8) **AFFILIATIONS/MEMBER BENEFITS:** From time to time, agencies/ companies/new technologies offer us promotion on their sites and ask that we publicize them in return. In keeping with our mission to educate members in the craft and business of writing, the CWC may, with a majority vote of the Central Board, enter into such arrangements to the extent that we will inform branches and, with specific permission by the CB, note the relationship on our CWC website. A disclaimer will not be required.
- G) Advertising and Promotion Directorate:
- 1) A CWC member shall be appointed Director of Advertising and Promotion by the Central Board President.
 - 2) The Advertising and Promotion Director shall be charged with handling the “business aspects” of CWC statewide publications (currently, *The Bulletin*, and The Literary Review). Specific responsibilities will include the managing of budgets, development of advertising policies, release schedules, and advertising

income generation. Any publication creative content decisions remain with the publication Editors.

- 3) The Advertising and Promotion Director shall have global MRMS contact information access to aid in advertising income generation.
- 4) Promotion responsibilities may include solicitation of charitable donations or grants to the CWC or in conjunction with CWC statewide sponsored events, such as California Writers Week, conferences, contests, or anthologies.
- 5) Branches may seek assistance from the Advertising and Promotion Director involving advertising in or promoting branch anthologies or sponsored events.
- 6) The Director of Advertising and Promotion is to coordinate all income and expenses with the CWC State Treasurer.

XII BRANCHES

- A) The number and method of electing officers within a branch shall be according to its bylaws.

Within two weeks after an election, the branch president shall send a list of branch officers and directors to the central board secretary. For each member of the branch board of directors, the list shall include:

- Position
 - Name
 - Postal mailing address, city, state, and ZIP Code
 - Telephone number
 - E-mail address.
- B) Each branch is entitled to one representative on the central board. The representative shall be a member in good standing of the branch.
- C) Each representative is responsible for communication between the central board and his/her branch.
- D) A branch must maintain a minimum of 25 paid members in good standing. If during a duly called, non-ebusiness, Central Board meeting, a branch is noted to have fallen below that number, they will have until the next such meeting to return their membership to that minimum or above. Failure will result in consideration of probation for that branch. (See XIII).

XIII. BRANCHES PROBATION AND DISSOLUTION

- A) When the Executive Committee determines that a branch has failed to comply with mandatory requirements for branches as set forth in the CWC Policies & Procedures, it will review the branch for probation. Such requirements include but are not limited to:
- 1) Timely filing of quarterly branch financial reports.
 - 2) Timely filing of branch membership reports.
 - 3) Timely payment of member dues, enrollment fees, and/or other funds due to the CWC.
- B) When the Executive Committee determines that a branch has failed to meet any of the above-stated criteria, it shall recommend probation for a period of six month. The Central Board will vote on whether to proceed.
- C) If put on probation and the branch has not satisfied the necessary requirement(s) within six months, it may appeal the decision. Appeal must be accompanied by a statement of

- how the omissions will be remedied within no more than three months. The Executive Committee will have the authority to grant or not grant the appeal.
- D) While Central Board Representatives are urged to act in the best interest of the organization to guard against potential weakness and liabilities, there is no obligation to vote for dissolution if, in the judgment of the Central Board, the branch has demonstrated sufficient reason to continue for either a specified or indefinite period.
 - E) If the criteria are not met by the close of the probation (or the appeal process if applicable), the matter of dissolving the branch will be put to a Central Board vote.
 - 1) If the vote is carried to dissolve the branch, said branch will no longer be a branch of the California Writers Club. The CWC Treasurer will advise the IRS and California Franchise Board that the branch, with its corresponding EIN, is no longer a branch of the CWC. The CWC President will advise the CWC's accountant and insurer that the branch no longer belongs to the organization.
 - 2) The branch will close its bank account(s), first settling any debts owed to the CWC. Once it has met those obligations, it will disburse any funds remaining either (based on vote by the branch members) to the CWC or to a non-profit organization in its community.
 - 3) Also by branch vote, it will dispose of branch physical properties such as projectors, display boards, banners, and the like.
 - 4) The branch governing board assumes responsibility for informing members that the branch affiliation with the CWC has ceased.
 - 5) The branch governing board further assumes responsibility for settling or resolving any outstanding commitments made by the branch, such as costs associated with publishing a branch anthology or venue rental.
 - 6) The remaining group, or remaining members thereof, will cease to represent any affiliation with the CWC.
 - 7) Members who have paid dues through the end of the fiscal year will remain members at-large of the CWC through the close of the fiscal year. Under no circumstances will their dues be returned.
 - F) A branch, of its own accord, may choose to withdraw from the CWC. In this case, its officers will inform the CWC president and Executive Committee. At least 2/3 of branch members will affirm their consent to this action.

XIV NEW BRANCH DEVELOPMENT

- A) When a group of writers expresses interest in creating a new branch, CWC shall quickly and earnestly respond in writing.
- B) The Branch Development Committee shall be responsible for guiding and assisting in the development of new branches. In case of conflict of interest concerning a candidate branch, a committee member will recuse himself and central board will approve another committee member. The committee may delegate the authority specified in item 4 to another member of the central board from an existing branch closer to the prospective group.
- C) The minimum requirements for branch formation are:
 - 1) The group must have a minimum of 30 primary members. Of these, more than half must qualify for active membership, and the others as associates. Supporting members do not count for this purpose.

- 2) The group must meet the criteria of balance, which states that the number of associate members shall not exceed the number of active members. For active members, the candidate branch must provide documentation of published work to the committee. Once a branch is approved for charter, accreditation of active members is handled locally by the branch.
 - 3) The group shall have been meeting regularly for six months and recording minutes.
 - 4) A delegation from the group shall meet at least once with a member of the central board designated by the committee to discuss CWC's bylaws and policies and procedures.
 - a Prior to or after this meeting, the candidate branch will submit to the committee a letter of intent, to include 1) two contact names in full, along with address, phone number and e-mail address; 2) proposed branch name; 3) geographic area of expected membership recruitment (e.g. city or cities and/or county).
 - b The committee will acknowledge receipt of letter of intent and indicate to candidate branch whether information received is sufficient for continuing the process toward charter.
 - 5) The group shall then submit an application for charter, to include: 1) local branch bylaws, which shall conform to the bylaws and policies and procedures of the central board; 2) final proposed name of branch; 3) geographic area of member outreach; 4) list of 30 or more proposed members, more than half of which must be active members per definition in current CWC policies and procedures as shown in supporting documentation; 5) minutes of six months of regular meetings; 6) intended meeting place.
 - a Upon recommendation by the committee, the Executive Committee shall invite one representative of the candidate branch to the next central board meeting in their region.
 - b The committee chair shall introduce the candidate branch with a recommendation for charter and request approval from the central board.
 - 6) With the central board's approval and payment of dues and enrollment fees, the group shall become a branch of the corporation.
 - 7) The new branch shall accept responsibility for active participation on the central board and in certain joint activities of CWC, such as conferences, workshops, and recognition of California Writers Week.

In return, the branch will be issued a certificate of charter and entitled to all benefits of CWC membership.
- D) Any group of local writers, which already exists as an organization, with bylaws, an established membership protocol, and wishes to petition for a charter as a branch of CWC, shall be considered on an ad-hoc basis by the central board.

XV CWC LOGO

- A) When used, the CWC logo must appear in the exact form described in the constitution. The lettering style must remain exactly as displayed on the historic woodcut by Perham Nahl. No person shall use the CWC logo in any way that is not in the best interests of

the CWC, its purposes, and its ideals. The central board is the final authority for use of the CWC logo.

- B) Branches must use the CWC logo for identifying club affiliation. When used in conjunction with a branch's individual logo, the CWC logo must appear to the left or above the other logo and must be at least the same size.
- C) With permission from the central board, CWC members-in-good-standing may use the logo on their personal stationery or website. When used on a website, the logo must provide a hyperlink to the CWC website at www.calwriters.org.

XVI INVESTMENT MANAGEMENT

- A) CWC may invest accrued funds. The CWC shall diversify the invested funds so that no less than fifty percent of the holdings shall be kept in low-risk investments, the remainder may be placed in moderate-risk investments
- B) At its discretion, the central board may place the excess funds with an investment manager; otherwise, the central board treasurer shall conduct the management.
- C) The central board shall use revenues from investments to further the purposes of the club.

XVII REIMBURSEMENT POLICY

- A) Eligibility: the following people may be reimbursed for CWC-related out-of-pocket expenses subject to the terms of this article/section.
 - 1) Members of the Central Board and their proxies.
 - 2) Consultants, non-CB members of CWC and others invited by the CB to attend meetings or assigned club-related tasks subject to pre-approval by the Executive Committee or central board.
- B) Items eligible for reimbursement
 - 1) CB meeting expenses.
 - a. Transportation: the least costly available method that does not put an undue burden on travelers.
 - (i) Air, train and personal car are approved methods. Cars rentals are excluded from reimbursement. Air reservations should be booked at the earliest convenience once a meeting date is established, allowing for personal preference and mindful of any air discounts or promotional fares.
 - (ii) Car mileage round trip from home to the meeting or to the airport or train station at the rate of \$0.40 per mile.
 - (iii) Taxi or shuttle fare round trip from hotel to airport or train station when free service is not available.
 - (iv) Overnight parking fees at airports or train stations.
 - (v) Highway tolls for drivers.
 - (vi) Reimbursement for add-on fees resulting from changes in itinerary, missed connections or failure to use a ticket requires Executive Committee approval. Requests must be submitted within 30 days of the

travel date and will be handled on a case-by-case basis. The decision will be based on the reason for the change. Expenses incurred by central board changes will be reimbursed.

2. Lodging: Saturday night lodging for the class of accommodations arranged by the President will be paid directly by CWC for those who generally travel more than 100 miles to reach the meeting site by car, providing reservations are made in advance of the group rate deadline. Those making late reservations will pay the difference out-of-pocket.
 - (i) Sunday night lodging may be pre-approved by the Executive Committee on request by those whose health and well-being are jeopardized or when deemed in the best interest of the Executive Committee. Requests must be made and approved more than one month before a meeting to assure availability of advance fares. The extra night will be paid by the traveler and reimbursed in accordance with the reimbursement procedure item III. and includes only the basic room rate.
 - (ii) Room upgrades, entertainment and all other hotel services and personal expenses are the responsibility of the traveler.
 3. Meals: CWC will pay directly for meals associated with a meeting on meeting day. No other meals will be reimbursed.
 4. Miscellaneous: travel-related items such as gratuities for baggage handling, shuttle service, etc. that fall within generally accepted amounts for such services.
- 2) Non-meeting expenses: a variety of expenses incurred in the performance of assigned club-related work will be reimbursed at actual cost. These items include but are not limited to printing, copying, phone, mileage and other charges necessary to the task.
- b. Procedure for reimbursement. Reimbursement is limited to eligible parties who follow these procedures.
- 1) When possible, reimbursement checks for meeting costs and non-meeting expenses up to \$25 incurred between meetings will be delivered at meetings provided the necessary paperwork is submitted at the start of the meeting and conforms with reimbursement requirements.
 - 2) Expense forms with copies of receipts attached must be delivered to the treasurer during a meeting. Some incidental items, such as gratuities, may not require receipts. The treasurer is authorized to determine eligibility. The officers will sign the reimbursement requests and the treasurer will deliver checks during the meeting. Expense requests delivered during meetings but lacking documentation must be delivered to the treasurer no later than 30 days after the meeting and will follow the procedure described in 3. below.
 - 3) Requests for reimbursement of more than \$25 incurred between meetings and all expenses incurred by those who do not attend meetings must reach the treasurer no later than 30 days after the expense is incurred.
 - 4) When further documentation is needed, the treasurer will advise the person and an additional 30 days will be allowed to submit missing data.
 - 5) Reps and others are responsible for requesting reimbursement and providing documentation in accordance with the terms of this article/section.

XVIII CONTRACTS

- A) No member of the CWC may encumber the corporation with any financial obligation without the majority approval of the central board.
- B) The president and treasurer must sign all contracts.

XIX EMPLOYEES

- a. The CWC shall be an equal opportunity employer.
- b. The CWC is primarily a volunteer organization. If CWC must hire work due to the lack of sufficient volunteers, it shall hire independent contractors.

XX INSURANCE AND ACCOUNTING

- A) Insurance.
 - i. The central board shall indemnify the corporation and its branches with insurance.
 - ii. The central board shall periodically review the insurance and determine if coverage should be increased or decreased.
 - iii. CWC shall carry insurance through an agent who specializes in insuring nonprofit organizations.
 - iv. The central board shall carry a directors and officers insurance policy for the central board.
- B) Accounting.
 - 1) The Central board shall provide the corporation and its branches with accounting services in compliance with nonprofit standards.
 - 2) All financial information submitted by the branches to the treasurer of the central board shall be only on forms designed by the board for financial reports, including balance sheet, income report, expense report, bank statements showing reconciliation, and any other documents requested by the state treasurer.
 - 3) Any branch that does not use the financial reporting forms and procedures established by the central board shall be liable for outside accounting fees that exceed the following guidelines: a) less than 50 members, 1 hour per quarter; b) 50-75 members, 1-1/2 hours per quarter; c) over 75 members, 2 hours per quarter.
 - 4) Any event that generates more than \$5,000 in gross income will require a separate account with the accounting firm hired by the central board and the branch or event shall pay the fees. The central board may grant exceptions.
 - 5) All branches are required to maintain signature cards for each account held at any financial institution with a minimum of two valid, current signatures.

XXI SPECIAL AWARDS

- A) The Jack London Service Award.
 - 1) The central board shall present a Jack London Service Award to designees selected by the branches bi-annually, beginning in 2007. The purpose of the award is

to honor a member whose service to the CWC and/or a branch has been exemplary. The central board stresses that the merit of the award is in the service, independent of writing accomplishments. It is not mandatory that a branch designate a recipient simply because the opportunity exists.

- 2) Each branch may select one member designee. The means of selecting the recipient is at the branch's discretion
 - 3) The president shall present the awards at the annual corporate membership meeting in the corresponding year.
 - 4) An individual may receive the Jack London Service Award only one time.
- B) The Ina Coolbrith Award.

From time to time and when deemed appropriate, the central board shall bestow the Ina Coolbrith Award to a deserving member. The purpose of the award is to honor a member whose service to the CWC and/or the Central board has been exemplary.

XXII WEBSITE — WWW.CALWRITERS.COM/WWW.CALWRITERS.ORG

- A) The CWC website shall fall within the purview of the Public Relations and Publicity Directorate. The Central Board budget shall provide for design, hosting, and maintenance of the CWC website. The president shall appoint and or retain the webmaster with due consideration to the interests and recommendations of PR&P committee.
- B) The website shall provide historical and contemporary information to the public about the CWC and its various branches. The information provided to the public may include calendar events such as meeting time and places, workshops and conferences.
- C) Branches may be represented on the CWC website in one of two ways:
- 1) The website will provide a hyperlink to the branch website, or
 - 2) The branch may have one page on the CWC website with its unique information. In the case of a unique page, the branch must also furnish an e-mail address for public contact.
 - 3) All branches with a website must include on their home page a disclaimer that any links from that site are not endorsed, approved, or reviewed by the CWC.
- D) Events and contests publicized on the website must be sponsored by:
- 1) Other branches of the CWC
 - 2) Writing organizations in which CWC members are active.
 - 3) Writing organizations that are recognized or sponsored by accredited educational institutions, the CWC, or professional writing organizations.
- E) CWC will provide reciprocal links to:
- 1) CWC branches.
 - 2) Free, writing-related resources that are of a professional quality.
 - 3) Publishing resources that do not charge reading fees, pay authors, and are legitimate online or print publications. The legitimacy of publications is based on

the source of the information, such as trade-publication notices requesting stories or publications in which CWC members are involved.

XXIII THE BULLETIN

- A) *The Bulletin* shall be the official news publication of the CWC Central Board and be published and distributed occasionally when appropriate to highlighting or announcing Club news to all members
- B) The president shall appoint an editor, either as a standing committee member of the Central Board or as limited to a particular time or issue. The editor shall follow established policies approved by the central board and summarized below.
 - 1) Content shall be limited to news and announcement pertaining to activities benefiting from a broad membership distribution; such as the celebration of Jack London honorees, Corporate Constitution and Bylaw voting, Central Board elections, Central Board sponsored events, and other such articles and announcement. Other outlets, such as branch newsletters, the CWC website, and communiqué from Central Board Representatives is always a consideration.
 - 2) Photographs may be included when appropriate.
 - 3) Paid advertising may be acceptable if of benefit to members and is related to writing, publishing, the news precipitating a particular issue, and conforms to the United States Postal Service regulation for nonprofit periodicals.
 - 4) Distribution, hardcopy or electronic, may be as determined by branches via surveying their members
- C) Without specific permission from the Executive Committee, no payment will be made for any material printed in *The Bulletin*.
- D) While the First Amendment rights are and always shall be a prime concern, The Bulletin will not print gratuitous vulgarity, obscenity, or explicit sexual content."

XXIV The CWC Literary Review

- A) A CWC Literary Review shall be published, and be a vehicle for promoting members' writing and the CWC reputation. It shall be of a high quality in form, content, and distribution eliciting pride for those included and enthusiasm from those reading.
- B) Organization - The President will appoint a managing editor, or editors as committee chair, or chairs. The managing editor(s) will control content and form in accordance with policy (below) and be responsible to the Central Board, acting as publisher.
- C) Operation - Managing editor(s) shall see to an objective review of submissions, assuring an unbiased selection of content quality representing a cross-section of category, style and member-authors. A concentrated effort will be made by the

editors to achieve:

- a. A high quality physical publication
- b. Content reflecting the best of CWC authorship
- c. Fairness in selection
- d. Submission guidelines such that compliance is reasonable and easy

- D) Content - The Review will include members' work only, unless the Publisher authorizes a special inclusion for a work that can be judged of significant benefit to the Review.
- E) Policy - The Review may contain, as limited by guidelines: poetry; fiction; and nonfiction in the form of essay, memoir, and article; photography and/or graphics may be included at the discretion of the managing editor(s). Excerpts from books may be accepted if the submission complies with guidelines and stands alone as a read.

Authors must possess and convey to the Review the rights to publish their submission one time. Previously published work may be submitted.

Content will not be limited except the following is deemed inappropriate to the Review and by way of editors' discretion will be rejected:

- a. Pornography
- b. Gratuitous obscenity or vulgarity
- c. Political or religious rants or proselytizing

Editing is not anticipated. Submissions must be ready to publish or will be rejected. However; pursuant to quality, minimal proofing changes not affecting message, but grammatically necessary, shall be the prerogative of editors and included in the rights conveyance statement.

- F) Product and Distribution - The Review shall be printed using processes and equipment that produce the best product within the allocated budget. It shall be published and distributed in hard-copy, up to three times a year, to all members at no additional cost to them. Going forward the *Literary Review* shall also be available in digital format on the state website, www.calwriters.org.
- G) Advertising - Display paid advertising of a variety limited to interests germane to the craft of writing may be permitted.

XXV CALIFORNIA WRITERS WEEK

The central board and branches shall recognize the third week in October every year as California Writers Week, resolved by the California State Assembly in a Legislative Resolution, September 4, 2003. The week shall be set aside to honor all California writers, past and present, for their contributions to society, and to encourage future writers.

XXVI ROSTER

- A) The membership chair is responsible for the official roster.

- B) The membership roster of the club or any one of its branches and any lists generated by CWC sponsored events is proprietary information. No member may use the official state roster or other event-generated lists or release it to anyone outside the club unless they have explicit permission in writing from the central board. Violation of this provision may result in immediate termination of the offender's membership and such legal action, as the central board deems appropriate, including obtaining an injunction and seeking reasonable attorney fees. Each branch is responsible for maintaining its own roster on MRMS (Membership Records Management System).
- C) From time to time, the central board may publish the roster to the membership. The central board shall determine the form and substance of the published roster.

XXVII DOCUMENT RETENTION AND DESTRUCTION

A) Policy and Purposes:

- a. Retention and maintenance of hard copies and electronic media documents necessary for the proper functioning of the organization as well as to comply with applicable legal requirements;
- b. Destruction of documents which no longer need to be retained; and
- c. Guidance for the Central Board, officers, staff and other constituencies with respect to their responsibilities concerning document retention and destruction. Additionally, all branches will put their own document retention policies in place no later than December 31, 2015. Each individual branch will decide on form and substance of its policy and process, provided that this be consistent and not in conflict with State policy (retention periods, etc.). Retained branch documents, both physical and electronic, will be retained at the branch level.

B) Administration: Responsibilities of the Administrator. The organization's President shall appoint an "Administrator" to supervise and coordinate document retention. The Administrator shall also be responsible for documenting the actions taken to maintain and/or destroy organization documents and retaining such documentation.

C) Suspension of Document Destruction; Compliance. The organization becomes subject to a duty to preserve (or halt the destruction of) documents once litigation, an audit or a government investigation is reasonably anticipated. Further, federal law imposes criminal liability (with fines and/or imprisonment for not more than 20 years) upon whomever "knowingly alters, destroys, mutilates, conceals, covers up, falsifies, or makes a false entry in any record, document, or tangible object with the intent to impede, obstruct, or influence the investigation or proper administration of any matter within the jurisdiction of any department or agency of the United States ... or in relation to or contemplation of any such matter or case."

D) Electronic Documents; Document Integrity. The Administrator shall establish standards for document integrity, including guidelines for handling electronic files, backup procedures, archiving of documents, and regular checkups of the reliability of the system; provided, that such standards shall only be implemented to the extent that they are reasonably attainable considering the resources and other priorities of the organization.

- E) **Privacy.** It shall be the responsibility of the Executive Committee, after consultation with counsel, to determine how privacy laws will apply to the organization's documents.
- F) **Emergency Planning.** Documents shall be stored in a safe and accessible manner. The Administrator shall develop reasonable procedures for document retention in the case of an emergency. A 2/3 vote by the Central Board shall be required to accept these procedures.
- G) **Document Retention Schedule.** [Periods are suggested but are not necessarily a substitute for counsel's own research and determination as to appropriate periods.]

Document Type

Retention Period

ACCOUNTING AND FINANCE

Accounts Payable	7 years
Accounts Receivable	7 years
Annual Financial Statements and Audit Reports	Permanent
Bank Statements, Reconciliations & Deposit Slips	7 years
Canceled Checks – special, such as loan repayment	Permanent
Credit Card Receipts	3 years
Business Expense Reports/Documents	7 years
General Ledger	Permanent
Interim Financial Statements	7 years

CONTRIBUTIONS/GIFTS/GRANTS

Contribution Records	Permanent
Documents Evidencing Terms of Gifts	Permanent
Grant Records	7 yrs after end of grant period

CORPORATE AND EXEMPTION

Articles of Incorporation and Amendments	Permanent
Bylaws and Amendments	Permanent
Minutes	Permanent
Annual Reports to Attorney General & Secretary of State	Permanent
Other Corporate Filings	Permanent
Requests for and results of IRS and/or FTB audits	Permanent
IRS Exemption Application (Form 1023 or 1024)	Permanent
IRS Exemption Determination Letter	Permanent
State Exemption Application (if applicable)	Permanent
State Exemption Determination Letter (if applicable)	Permanent
Licenses and Permits	Permanent
Employer Identification (EIN) Designation	Permanent

CORRESPONDENCE AND INTERNAL MEMORANDA

Correspondence and internal memoranda important to the organization or having lasting significance

Permanent, subject to review

ELECTRONIC MAIL (E-MAIL) TO OR FROM THE ORGANIZATION

E-mails considered important to the organization or of lasting significance should be printed and stored in a central repository .

Permanent, subject to review

ELECTRONICALLY STORED DOCUMENTS

Electronically stored documents considered important to the organization or of lasting significance should be printed and stored in a central repository (unless the electronic aspect is of significance).

Permanent, subject to review

ARTIFACT AND “RELIC” DOCUMENTS

Documents deemed to be of historic importance will be stored at the Bancroft Library, UC Berkeley, if accepted by the Library. Otherwise, at a safe, protected storage facility designated by the Central Board.

Permanent

INSURANCE

Property and General Liability Insurance Policies
Insurance Claims Records

Permanent
Permanent

LEGAL AND CONTRACTS

Contracts, related correspondence and other supporting documentation
Legal correspondence

10 yrs after termination
Permanent

MANAGEMENT AND MISCELLANEOUS

Strategic Plans
Disaster Recovery Plan
Policies and Procedures Manual

7 years after expiration
7 years after replacement
Current version with revision history

Trademarks, Copyrights and Patents

Permanent

TAX

Tax exemption documents & correspondence	Permanent
IRS Rulings	Permanent
Annual information returns – federal & state	Permanent
Tax returns	Permanent

XXVIII. CONDUCTING BUSINESS IN AN EMERGENCY

An emergency is a serious, unexpected, and often dangerous situation requiring immediate action. Events such as wildfire, flood, earthquake, and pandemic are examples where many are negatively affected. Continuing normal activity could be life-threatening. The current policies of the CWC do not allow major changes to procedure without a full board vote. In a critical situation, the time it takes for a proposal, discussion, and vote, would unduly delay any necessary action by the president and/or executive committee. The following should govern such situations.

- A) A national disaster will result in direction being given by the federal or state government.
 - 1. The CWC president will communicate such direction as it affects the activities of the branches and request their compliance. If the internet is down, telephone communication is an option.
 - 2. Face-to-face meetings may need to be discontinued until such time as it is safe.
 - 3. Alternate meeting methods, such as Zoom or Skype, will be left to the discretion of branch presidents, acting within P&Ps. Branches should maintain up-to-date phone and necessary passcode lists for quick communication.

- B) The safety of members supersedes any policy guidelines if they interfere with the safe operation of the branches. Decisions which normally require a full board vote will be handled as follows.
 - 1. The president, with the concurrence of the Executive Committee, may cancel Central Board meetings, withhold dues collection, discontinue annual elections, award ceremonies, or any other activity that can be suspended until such time as it is safe to do so.
 - 2. Should there be an urgent financial decision to be made (i.e. insurance, website down), the Executive Committee is authorized to approve expenditures up to \$2,000.

The president and/or the Executive Committee will determine when the above procedures are no longer necessary.

XXIX AMENDMENTS

- A) Amendments to the P&P require a two-thirds majority vote of the representatives present at a duly called central board meeting.

- B) The director sponsoring a change to these Policies and Procedures or their parenting documents will coordinate the change with the bylaws committee chair before any additional action. Subsequent to the coordination, the sponsoring representative may introduce the proposal as a motion at a meeting or use the e-business process. The motion must clearly present both before and after wording. Motions introduced at a meeting must be presented to the secretary, in writing, and in motion or resolution form.
- C) Complex or controversial proposals should be included in full on or associated with an agenda and be circulated among Central Board members at least two weeks before their scheduled presentation.

XXX PRECEDENCE

- A) In the absence of specific directions in this document or the bylaws, Constitution, or Articles of Incorporation, the latest edition of Robert's Rules of Order available will govern procedure at Central Board meetings.

XXXI DEFINITION OF POLICY

- A) All matters of policy and procedure that govern the California Writers Club statewide shall be included in the official Policies and Procedures of the California Writers Club, whether passed by Forum vote, by the Central Board at a face-to-face meeting, or by other means. The only exceptions are policies/procedures included in the CWC Constitution, CWC Articles of Incorporation, and CWC Bylaws.
- B) Policies/procedures are defined as “rules adopted in order that the decisions made by the governing body be followed at state, regional, and branch levels,” shall be published in the official CWC Policies and Procedures on the CWC Website calwriters.org, and shall therefore be accessible to all members.
- C) Policies/procedures, whether passed on the Forum, at face-to-face Central Board meetings, or by other means, shall require a 2/3 majority vote as specified by the official CWC Policies and Procedures.
- D) New policies/procedures shall be added to the official Policies and Procedures following said 2/3 vote.
- E) Policies/procedures previously adopted pursuant to a simple majority vote whether on the Forum or by a face-to-face Central Board meeting shall be “grandfathered in” without further voting, however they shall be added to the official CWC Policies and Procedures within one month of the passage of this motion.

AMENDMENTS INCORPORATED

MOTIONS FROM JANUARY 13, 2011 ON

Published 2-17-11 as amended via the several motions listed below:

Motion 1 (amended) – added new article IV, Meetings and Regional Associations, 1-13-11 (e-business)

Motion 2 – article VIII, Officers of the Central Board, 2-27-10 (e-business)

Motion 3 – article VII, Dues and Fees, 1-6-11 (e-business)

Motion 4 (renumbered as 8res) – article IX, Rights of Voting and Non-Voting Members, 1-6-11 (e-business)

Motion 5 (amended & resubmitted as 5fnl) – article XI, Committees, 1-29-11 (e-business)

Motion 6 – various articles, Congruency and Language, 1-30-11 (Central Board Meeting)

Motion 7 – article XXV, Amendments and Precedence, 1-26-11 (e-business)

Published 5-9-11 as amended via:

Removal of Section C, Article II, Term Limits, i.e., “No person may serve more than six consecutive years as an officer or representative, but may return after an interval of one year.”

Published 7-24-11 as amended via:

Change in Bulletin (newsletter) from frequent to occasional publication, approved June 4, 2011

Addition of CWC Literary Review, approved June 15, 2011

Published 2-1-13 as amended via:

Elevation of PR&P Chair to Director and non-voting member of Executive Committee. Added duties and oversight of Bulletin, Literary Review, and Website, approved via e-business August 22, 2012

Revised Secretary’s duties with regard to e-business reporting and membership roster maintenance, approved January 27, 2013 at CB meeting.

Published 4-1-14 as amended via:

Minimum membership of 25 or branch probation established; Article XII, Branches, new Section D - approved January 26, 2014 at CB meeting.

Dual membership increased from \$20 to \$25; Article VI, Membership, Section M revised - approved January 26, 2014 at CB meeting

CWC Shall not discriminate in recruitment, hiring or contracting practices; Article I, Mission Statement, new Section D - approved March 30, 2014 via ebusiness motion.

Advertising is permitted in Literary Review; Article XXIII, new Section G - approved April 1, 2014 via ebusiness motion.

Published 1/14/15 as amended via

CWC shall not discriminate in recruitment, hiring or contracting practices; Article I, Mission Statement, Section D revised and approved September 17 2014 via ebusiness motion

Published 3/16/15 as amended via ebusiness motion passed 3/11/25

Reduced the review time for scholarship policy changes from one month to “no fewer than two weeks.

Published 7/19/15 as amended via ebusiness motion passed 6/17/25

Addition of Article XXVI, Document Retention and Destruction Policy

Published 7/15/18 as amended via CB meeting motion passed 1/31/16

Addition to Article XI, F, as item 7, rules governing Sponsorships

Published 7/15/18 as amended via CB meeting motion passed 1/31/16

Addition to Article VIII, as D, revision to term of office of Central Board officers

Published 7/15/18 as amended via CB meeting motion passed 7/24/16

Addition of Article XXIX, Definition of Policy

Published 7/15/18 as amended by CB meeting motion passed 7/24/16

Addition to Article XI: Item G, Creating position of Advertising and Promotion Directorate

Published 7/15/18 as amended by CB meeting motion passed 7/24/16

Addition to Article XI, F, as item 8, Affiliations/Member Benefits

Published 7/15/18 as amended by e-business motion passed July 2017

Addition to Article VI, L, as item 3, requirement that deceased active members remain on branch roster for not longer than seven years.

Published 7/15/18 as amended by CB motion passed 7/23/17

Revision of Article XI (E) (6) as it regards *The Bulletin*.

Published 7/15/18 as amended by CB motion passed 7/23/2017

Addition of Article XIII, Branch Probation and Definition, followed by subsequent renumbering of remaining articles.

Published 7/15/18 as amended by CB motion passed 7/23/17

Revision of Article XI, Section 7, Scholarships

Published 7/15/18 as amended by January 2018 e-business

Revision of Article XXVI, The Roster.

Published 7/7/19 as amended by CB motion passed 7/15/18

Revision of Article XXIV, *The Literary Review* will no longer be hard copy only, and will be available in digital format on the website going forward.

Published 7/7/19 as amended by CB motion passed 7/15/18

Large addition to II, regarding communication and cooperation between branches and Central Board.

Published 7/7/19 as amended by CB motion passed 7/15/18

Addition to XI, clarifying the Scholarship application process.

Published 7/7/19 as amended by CB motion passed 7/15/18

Large addition to XI, Committees & Specialty Directorates, E (Standing Committees), 2 (Membership): Expanded on Membership Chair reporting to State MRMS Administrator.

Published 7/7/19 as amended by CB motion passed 7/15/18

Revision to XXI, clarifying when we will present the Jack London Award.

Published 7/7/19 as amended by CB motion passed 7/15/18

Revision to XXVI, change from holding the secretary responsible for maintaining the official roster. Membership chair now takes that responsibility.

Published 7/7/19 as amended by CB motion passed 7/15/18

Revision to Reimbursement policy at XVII, B, regarding making air reservations.

Published 7/7/21 as amended by CB motion passed 7/9/20

Addition of XXVIII, Conducting Business in an Emergency

Published 7/7/21 as amended by CB motion passed 1/24/21

Revision to VI Membership, (L) retention of member data and (O) membership privileges outside their branches.

Published 7/7/21 as amended by CB motion passed 1/24/21

Revision to XXIV The CWC Literary Review (F) Product and Distribution

Approved

Donna McCrohan Rosenthal, President, California Writers Club