

## STANDING RULES

1. Members may bring guests to all meetings.
2. No resident of the metropolitan area shall be a guest at more than two meetings during a club year.
3. Members and guests are required to register with the luncheon committee before entering the luncheon meeting.
4. Reservations and cancellations for monthly luncheons for members and guests must be made by 6 p.m. on the Thursday ~~Sunday~~ preceding the luncheon. Reservations not cancelled must be paid for by the member. Reservations and cancellations are to be made with the luncheon reservations chairman and/or her committee.
5. Members are requested to inform the membership chairman of any change of address or of any change in membership status.
6.
  - a) Annual dues shall be \$50.
  - b) Dues of members joining after January 1 shall be \$25 for the remainder of the Year.
  - c) Annual dues of sustaining clubs shall be \$50.
7. A minimum contribution of \$50 entitles a person to be a patron of the annual awards made to authors.
8. In general, the fee and complimentary luncheon costs for any one speaker or program should not exceed \$500. Total program costs for the year should not exceed \$4,000.
9. The board shall solicit and list our Patrons Fund gifts according to the following tiers:

Bronze	(\$50-\$99)
Silver	(\$100-\$249)
Gold	(\$250-\$999)
Platinum	(\$1,000 and above)

# **FRIENDS OF AMERICAN WRITERS BYLAWS**

## **ARTICLE I NAME**

The name of this Association shall be Friends of American Writers.

## **ARTICLE II OBJECT**

The object of this Association shall be to study American literature, to encourage high standards, and to promote literary ideals among American writers.

## **ARTICLE III MEMBERSHIP**

**Section 1.** Members shall be in agreement with the goals of the association and have a willingness to work toward them.

### **Section 2. Classes**

Membership in the Association shall be of two classes: Active and Sustaining Clubs.

- (a) An active member shall pay full annual dues and have all rights and privileges of membership. The applicant shall send their annual dues to the membership chairman, who shall notify the Association of the admission of the member.
- (b) A sustaining Club member shall be one sent as the representative of another organization. Sustaining Club members shall have all rights and privileges of active membership except the right to vote, hold office and endorse for membership.

**Section 3.** Resignation from membership in the Association shall be in writing to the secretary. No member's resignation shall be accepted until all dues and fees for the current year have been paid.

## **ARTICLE IV OFFICERS AND DIRECTORS**

**Section 1.** The officers of the Association shall be president, vice-president, secretary and treasurer.

**Section 2.** These officers, the chair of trustees, and ten directors shall constitute the Board of Directors.

**Section 3.** The control and management of the Association shall be vested in its Board of Directors, subject to the charter and bylaws and the voted instructions of the Association. The board shall have power to create and instruct such committees, as it deems necessary. The Board of Directors shall have power to fill vacancies on the board.

### **Section 4. Duties:**

- (a) The president shall preside at all meetings of the Association and of the Board of Directors. She shall have general supervision of the affairs of the Association and shall sign all orders upon the treasury. She shall be a non-voting ex-officio member of all committees except the nominating committee.

In September of each year the president shall appoint a finance committee of three, one of whom shall be the treasurer. This committee shall prepare an annual budget for the ensuing year and present it to the Board of Directors at its March meeting. Upon the recommendation of the board, the budget shall be presented to the general membership for adoption at the annual meeting.

- (b) It shall be the duty of the Vice President to preside in the absence of the President or to assume her duties if she is unable to fulfill them.
- (c) The secretary shall keep the minutes of the Association and of the Board of Directors, and shall report at each meeting or at the call of the president. She shall be custodian of all current official documents and of the corporate seal of the Association.
- (d) The treasurer shall serve as chairman of the finance committee. She shall have charge of all funds of the Association and deposit them in a bank approved by the Board of Directors. Withdrawal of funds shall require two of three authorized signatures. She shall keep a current record of the membership. She shall report monthly to the Board of Directors and present an annual report to the general membership at the first regular meeting in the fall.
- (e) Directors shall be elected:

<i>Elected in even years</i>	<i>Elected in odd years</i>
Luncheon-Social	Literature Awards
Membership	Newsletter
Sustaining Clubs	Revisions
Programs	Yearbook and Printing
Website Manager	Young People's Literature Awards
- (f) These officers, chairman of trustees and ten directors shall constitute the Board of Directors. Directors and committee chairmen shall be responsible for all duties and correspondence pertaining to their respective departments.

**Section 5. Qualifications.**

- (a) A candidate for president must have served two years on the Board of Directors. She shall be elected for a term for two years and may not succeed herself immediately after such term.
- (b) No member shall be eligible for election or appointment to the Board of Directors until she has been a member of the Association for one year. A member may serve no longer than four consecutive years on the Board unless elected to the presidency or, with the approval of the Board, appointed for elected to any committee chairmanship or office.
- (c) No member may serve longer than two consecutive terms as chairman of the same committee **unless approved by the Board of Directors.**

**ARTICLE V  
MEETINGS**

**Section 1.** The meetings of the Association shall be held on the second Wednesday in the months of September through April, while the awards luncheon shall be held on the second Friday of May.

**Section 2.** The annual meeting, held on the second Wednesday in April, shall convene at 12 p.m. Reports of the officers and directors will be available for the membership's perusal.

**Section 3.** The Board of Directors shall meet each month preceding the regular meeting. Special meetings of the Board may be called upon request of the president.

**Section 4. Quorums.**

Thirty members of the Association shall constitute a quorum at any annual or regular meeting. Eight members shall constitute a quorum at meetings of the Board of Directors.

## **ARTICLE VI DUES AND FINANCE**

**Section 1.** Dues shall be payable in May for the ensuing year, and the regular meeting in October shall be considered the deadline. The membership of any person whose dues are unpaid by this date shall be subject to forfeiture.

**Section 2.** Six dollars of the annual dues of active members shall be allocated to the Literature Awards Fund and six dollars to the Young People's Literature Awards Fund.

**Section 3.** The fiscal year shall commence at the close of the business meeting in May when the new officers take office.

**Section 4.** All gifts and bequests to Friends of American Writers shall go directly to the general fund of Friends of American Writers unless designated for another purpose by the donor. This section shall be printed in the September bulletin each year.

**Section 5.** No member shall receive remuneration for her services.

**Section 6.** The officers and committee chairs may, upon presentation of an itemized statement, be reimbursed for out-of-pocket money expended in pursuit of Friends of American Writers business.

## **ARTICLE VII FRIENDS OF AMERICAN WRITERS AWARDS**

**Section 1.** A philanthropic fund known as the Friends of American Writers Patrons fund shall comprise two categories: (1) the Literature Awards Fund and (2) the Young People's Literature Awards Fund.

**Section 2.** There should be allocated to each fund such monies as stated in Article VI, Section 2; Patrons Fund money; and proceeds from sale of books.

**Section 3.** Annually the Board of Directors shall have the authority to send letters to members of Friends of American Writers and to Sustaining Clubs inviting each to become a patron of the annual awards programs upon the contribution of a minimum of fifty dollars. Patrons may indicate which program they wish to support. Undesignated contributions shall be allocated as follows: fifty percent to the Literature Awards Fund and fifty percent to the Young People's Literature Awards Fund.

**Section 4.** The funds shall be kept by the treasurer separate and apart from the general funds of the Association and shall be under the general management and control of the awards committees. The treasurer shall at all times, keep an accurate record of all receipts for and disbursements from these funds.

All disbursements shall be made as the awards committee from time to time may direct, subject to the approval of the Board of Directors.

**Section 5.** The Literature Awards Committee shall consist of no fewer than six and no more than sixteen current FAW members appointed by the Literature Awards chair.

**Section 6.** The Young People's Literature Awards Committee shall consist of no fewer than six and no more than

sixteen members appointed to the Young People's Literature Awards chair.

The Committee shall meet at regularly scheduled times and shall meet a minimum of five times annually and shall operate under the rules of procedure adopted by the Committee and approved by the Board of Directors.

**Section 7.** Eligibility requirements for both categories of awards are as follows: The setting of the story is the Midwest or the author must live in the Midwest or have strong Midwestern ties. The author may not have published more than three books (the third publication is eligible.) The book must have been published in the current calendar year.

**Section 8.** The Luncheon-Social Chair, the President and the Chairs of the Literature Awards committee and the Young People's Awards committee shall be responsible for the planning and execution of the Annual Awards Luncheon.

### **Article VIII Friends of American Writers Foundation Fund**

**Section 1.** A permanent fund to be known as the Friends of American Writers Foundation Fund shall be established and maintained by gifts and bequests from members and friends. This fund shall be used to promote the objectives of the Association as stated in Article II of the bylaws.

**Section 2.** The Foundation Fund shall be administered by a Board of Trustees composed of three members of Friends of American Writers. Trustees shall have been members for the minimum of five years and shall have served on the Board of Directors for at least four years. The current president and treasurer shall serve on the Board of Trustees in an ex-officio capacity. Trustees shall be elected for terms of three years. In the month of April, the three trustees shall elect a chairman to serve on the Board of Directors. As each trustee's term expires, she shall be replaced by a new trustee elected for a term of three years. The Board of Directors shall have the power to fill a vacancy on the Board of Trustees until the next general election. A former trustee may be elected to serve again after two years lapse of time.

**Section 3.** The Board of Trustees shall be responsible for investing and accounting for this fund, and the principal shall not be used except in an emergency to preserve the Association.

**Section 4.** The trustees shall determine the use of the interest earned on the principal according to the objectives stated in Article II, and to preserve the tax-exempt status of the Association. The Board of Directors may petition the trustees for use of interest monies if funds are required to carry on the word of the Association.

**Section 5.** The Board of Trustees shall report annually to the membership on the current status of the fund and programs.

**Section 6.** Gifts of one hundred dollars or more shall entitle the donor to be listed in the yearbook in perpetuity as a Foundation Contributor.

### **Article IX NOMINATIONS AND ELECTIONS**

**Section 1.** The qualifications required for election to the Board of Directors are active membership of one year and club financial obligations met.

**Section 2.** No one may be nominated for any office whose consent to serve has not been first obtained.

**Section 3.** The president, treasurer, and five directors shall be elected in odd calendar years. The vice president,

secretary and four directors shall be elected in even calendar years.

**Section 4.** The procedures for election shall consist of the following: In January a nominating committee shall be appointed by the president. It shall consist of five members, three from the Board of Directors and two from the general membership. The committee shall elect its own chair. It shall receive and have charge of all nominations for officers and directors to be elected. The committee shall prepare a slate of officers and directors and one Foundation Fund trustee to be presented at the March board meeting.

After a vote by the Board, the approved slate shall be presented to the membership at large in the upcoming newsletter and voted on by them at the annual meeting in April.

**Section 5.** The membership chairman shall furnish the nominating committee with an accurate list of all active members who is dues for the current year have been paid. Only such members are eligible for nomination to office or are entitled to vote.

#### **Article X AMENDMENTS**

**Section 1.** The Articles of Incorporation may be amended at any regular meeting by a two-thirds vote of the active members.

**Section 2.** These bylaws may be amended at any regular meeting or adjourned meeting or special meeting of the Association called for that purpose, by a two-thirds vote of active members present and voting. Notice of the proposed change shall be sent to each active member with the call for the meeting.

**Section 3.** Standing rules may be added, deleted, or changed by action of the Board of Directors at any meeting, after a one meeting notice has been given.

#### **Article XI DISSOLUTION**

In the event of the dissolution or liquidation of Friends of American Writers, after payment of all liabilities or provisions made for payment thereof, all non-financial assets of the association shall be delivered to and become the property of the Chicago History Museum, Chicago, Illinois, if then exempt under Section 501(c)(3) of the Internal Revenue Code; and if then not exempt, to an organization which is exempt under Section 501 of the Internal Revenue Code of the United States or the comparable act of any succeeding law. In addition, all financial and investment assets shall be distributed as follows:

One-third to the Chicago History Museum Chicago, IL., Two-thirds divide in equal shares to the educational institutions that have received gifts from Friends of American Writers during the twelve months prior to dissolution.

#### **Article XII PARLIAMENTARY AUTHORITY**

Robert's Rules of Order Newly Revised shall govern all meetings when they are not in conflict with the Articles of Incorporation, bylaws, or Standing Rules of this Association.

Revised August 2018