

Kansas Authors Club—Proposed Bylaws

- **Presented for review by Kansas Authors Club General Membership, August 16, 2022**
- **As proposed by the Executive Board of the Kansas Authors Club, approved at the August 13, 2022, meeting.** In attendance: Tracy Million Simmons (president, transitional manager); Kristine Polansky (vice-president); Monica Graves (financial officer); Cathy Callen (secretary); Anne Spry (D1); Adelaide Bauman (D3); Gretchen Eick (D5); and, Jim Potter (D6).
- **To be submitted for adoption at the Annual Meeting on October 22, 12:10pm, Double-Tree Hotel in Lawrence. Members may also request to attend by Zoom.**

#Bylaws begin here

Article I – Name & Principal Address

The name of this club shall be KANSAS AUTHORS CLUB, herein referred to as the Club.

The Club accepts mail at PO BOX 333, Emporia, KS 66801.

The Principal Address of the Club shall be the home address of the individual serving as President or Manager of the organization.

CURRENT: 206 Rural Street, Emporia, KS 66801

(Note that this address will be updated in the Club’s records from year to year as matter of policy. No vote necessary for change.)

Article II – Purpose

The Club shall provide a statewide organization for creative, technical, academic, and journalistic writers. The Club welcomes participation and membership by people of all races, genders, religions, sexual orientations, ethnicities, nationalities, socioeconomic statuses, languages, (dis)abilities, ages, religious commitments, and political perspectives.

The Club shall provide educational workshops and speakers at district meetings and at the annual state convention. Through individual initiative or Kansas Authors Club’s Writers in the Community, the Club shall provide volunteers to offer instruction in writing to children/adults in classrooms, libraries, arts programs, and youth/senior organizations as the opportunity arises. The Club shall maintain the Kansas Authors Club Collection (books written by Kansas Authors Club members) at the Spencer Library, the University of Kansas, Lawrence, Kansas.

Article III – Executive Board Structure

A. The **Executive Board** of Directors shall consist of four elected officers (State Directors) and one representative from each district of the organization (District Representatives). The maximum number of board members shall be eleven (11); the minimum shall be seven (7).

B. The elected officers of the Club shall be the **President, Vice President, Financial Officer, and Secretary**.

1. These offices shall be elected at the Annual Membership Meeting. The following transition is encouraged: the office of President to be filled by an individual who has served a minimum of one year as Vice President.

1. Duties of the President

1. The President presides at Executive Board Meetings and all general membership meetings of the Club.
2. The President is an ex-officio member of all boards and committees, except the nominating committee.
3. The President is responsible for seeing that all state requirements are carried out.
4. Individuals elected to the office of President must have served a minimum of one year in a position on the Executive Board or in a District leadership position.

2. Duties of the Vice President

1. The Vice President presides at all meetings in the absence of the President, and in case of death or resignation of the President, he/she will automatically become President.
2. The Vice President is the standing Chair of the Nominating Committee and is director of appointments to non-elected offices.

3. Duties of the Financial Officer

1. The Financial Officer is responsible for knowing and recording the names and locations of all financial institutions in which Kansas Authors Club state monies are banked or placed in trust and will be a co-owner and signer with the Manager on those accounts.
2. The Financial Officer will receive and review the financial reports of the Manager on a schedule agreed upon by the Board.
3. The Financial Officer shall be responsible for the coordinating of annual internal audits with external audits to take place every 5 to 10 years.

4. Duties of the Secretary

1. The Secretary shall keep the books of record containing minutes of all meetings of the Club.
2. The Secretary shall receive agenda items from board members and send an agenda to all board members no less than one week prior to a scheduled board meeting.
3. The Secretary shall make reports of Executive Board Meetings to the General Membership at the annual meeting and additional reports as determined necessary by the Board.

C. **District Representatives** to the Executive Board will be elected by each district's members or appointed by the district's President.

1. Each District will assign one Representative to the State Executive Board.
2. A District President may also serve as the District Representative.
3. Only the District Representative, or an appointed proxy submitted to the Secretary prior to a meeting of the Board, will have voting privileges at board meetings.
4. A member may not serve as both a State Director and a District Representative at the same meeting.

D. Two-thirds of the Board represents a quorum to conduct business.

E. Roberts Rules of Order shall be the guide for parliamentary procedure.

F. The Board shall meet at least three times a year. With the approval of the majority of the Executive Board members, additional meetings may be called by the President.

G. The Executive Board is the sole governing body of the Club with powers to present, for the General Membership's approval, legislation initiated by individual members. The Board administers all monies for the good of the Club and makes decisions regarding investment of Club monies.

H. The Nominating Committee for elected and appointed offices shall include three of the **seven** District Board Representatives as a committee chaired by the Vice President.

I. Service on the State Executive Board is without compensation. Directors shall be compensated for expenses undertaken on behalf of the Club, within reason. A minimum of two elected officers shall review and approve (pre-approval of expenses incurred is encouraged) all requests for reimbursement. Mileage is not routinely reimbursed.

J. No member is eligible for office at the state or district level who is delinquent in dues.

K. A Board member shall be removed from his/her position if he/she is unable to function in office. Such removal would require a majority vote of the Executive Board.

L. The Fiscal Year of the Club is from January 1 to December 31.

Article IV – District Leadership Structure

- A. Each District of the Club will nominate its own officers, for example: President, Vice President, Secretary and/or Treasurer, District Representative to the State Executive Board, and other positions as suitable to each district's needs. Those offices should be elected and reported to the Secretary of the Executive Board no later than December 31 of each year.
- B. If a District is unable to provide at least three individuals willing to take on the organizational management and scheduling of meetings for the District in the time-span of 5 years, the District is considered inactive. Its members may be incorporated into the lists of active Districts, as seen fit by the State President.
- C. Term limits of no more than three (3) years are *encouraged* for district offices.
- D. Districts will plan and regulate their own meetings and programs, providing at least two meetings per year.
- E. Kansas Authors Club encourages the creation of cluster meetings throughout all districts. These groups may be formed via location and/or writing focus. A minimum of three dues-paying members are required per group to announce meetings and activities of such group on the state website.
- F. Each District Treasurer shall deposit all money received from whatever sources to the account of the District Club in a reputable bank and issue checks only when they have the District President's approval.
- G. A complete record of receipts and disbursements shall be maintained by the Treasurer and verified by a second person in the District leadership who looks at the bank records, at least annually. A District President and/or the State Executive Board may request a formal audit of District finances as needed.
- H. District Treasurers shall make year-end financial reports through an inclusion of a final report in that of the District President. The year-end balance of the district account must be included in this report which will be printed in the yearbook.

Article V – Additional State Leadership Positions and Committees

A depth and variety of volunteer positions are required to fulfill the duties of the Club. These positions are expected to change with time and needs of leadership and members.

- A. Appointed positions may include but not be limited to: Publications Editors, Website & Social Media Managers, Convention Planning Chair(s) and Committee, Contest Managers, Club Archivist, New Member Chair, Writers in Community Liaisons, Special Projects Committees, and Membership Awards Chair.
- B. There is no set term limit for appointed positions, but two years of service in an appointed position is encouraged. Appointed officers will train their replacements.

Article VI – Manager, Compensated Position

A Club Manager, hired by the Executive Board of Directors, shall report to the four elected officers of the Board.

Compensation will be agreed upon in a contract approved by the Executive Board, prior to the beginning of each fiscal year.

The Manager shall attend all Board meetings. The Manager is not a voting member of the Board.

The Manager's job duties shall be detailed in the Club's Job Handbook, available publicly on the Club's website, with a primary focus of serving the Elected Officers of the Club, followed by the Executive Board, and then membership as a whole. [This job is expected to grow into a part- to full-time position that will actively manage and oversee the organization's operations, programs, outreach, and fundraising.]

Article VII – Membership

- A. Membership of the Club shall consist of writers and those interested in learning to write for publication and/or personal benefit and pleasure. Members can reside inside or outside the state of Kansas.
- B. Membership Dues are set by the Executive Board and published annually. 25% of regular member fees are distributed to the districts. 3% of membership fees are distributed as "seed money" for upcoming convention or alternate annual state-wide activity.
- C. The requirements for Life Membership and other special membership categories are specified in the Membership Handbook.

Article VIII – Annual Meeting

An annual meeting of general membership shall be conducted for the transaction of Club business and general discussion of the direction of the organization once each year. [This traditionally takes place at the annual convention in October.] Reports to the membership at this meeting should include but are not limited to the financial state of the organization, membership numbers, an overview of district and state proceedings and activity, and a general update regarding mission and goals.

Article IX – Conflict of Interest Policy

Executive Board Directors, officers elected and appointed by districts, appointed chairs and officers, as well as committee members, must disclose personal interests and abstain from voting on matters they could personally benefit from.

Article X – Amendments to the Bylaws

The Constitution and Bylaws may be amended by a two-thirds vote of the membership present at any annual meeting. Proposed amendments must be signed by proponents and must be received by the Secretary prior to any meeting of the Executive Board. However, any Board Member may make an amendment in the Board Meeting. Only amendments recommended for adoption by a majority vote of the Executive Board shall be submitted to the general assembly of members for consideration. Amendments must be presented at least 60 days prior to said general assembly meeting to be enacted.

Article XI – Dissolution of the Club

The Club may be dissolved at any annual meeting of the members, provided that the Executive Board shall have submitted an appropriate written resolution to the effect to each currently paid-up member at least thirty days prior to said annual meeting, and that the resolution for dissolution is approved by at least two-thirds (2/3) of the members present and voting at said annual meeting. If the resolution for dissolution is approved, then the Executive Board, through the Communications Officer, shall turn over, within the succeeding nine months, all written records and printed material deemed to be the property of the Club to the Spencer Research Library at the University of Kansas, Lawrence. Also, the current balance of all funds (less dissolution expenses) held by the District and State Treasurers, and by the State Financial Officer, shall be donated to the GREATER UNIVERSITY FUND at the University of Kansas, Lawrence, and designated for the benefit of KU's Spencer Research Library.

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