

# **Bylaws of the Florida State Association The National League of American Pen Women, Inc.**

## **ARTICLE I – NAME**

The name of this organization shall be the Florida State Association of the National League of American Pen Women, Inc. hereinafter referred to as FSA/NLAPW.

## **ARTICLE II – OBJECT**

The FSA/NLAPW shall conduct and promote creative educational activities including contests in arts, letters and music under the umbrella of the National League of American Pen Women, Inc. hereinafter referred to as NLAPW, Inc.

## **ARTICLE III - MEMBERSHIP**

### **Section 1 TYPES OF MEMBERSHIP**

The membership shall consist of members in good standing in all Florida branches of NLAPW, Inc.: Life Member, Active Member, Associate Member, Pen Women at Large (PALs), International Affiliate Member, and Honorary Member. National Members-at-Large who live and/or work in the state of Florida may join the State Association. Student Membership is available without payment of dues. (Fiscal year 2014)

### **Section 2 ANNUAL DUES**

Each branch shall pay dues annually to the FSA/NLAPW, Inc. treasurer for each Life Member, Active Member, Associate Member, International Affiliate Member, and Honorary Member. The Student Member is not required to pay FSA dues. (Fiscal year 2014). The Members-at-Large (PALs) who live and/or work in the State of Florida) may join the FSA and pay FSA dues. Dues are due before May 15. A late fee of \$4 will be charged for Florida dues paid after June 15.

## **ARTICLE IV - GOVERNANCE**

### **Section 1 STRUCTURE AND MEMBERSHIP**

#### **A. EXECUTIVE BOARD**

The Executive Board consists of elected officers. Elected officers are President, First Vice President, Second Vice President, Secretary and Treasurer.

#### **B . The Council**

1. The Council will be composed of the current president and her executive board, branch presidents, treasurers and past state presidents who are members in good standing of FSA/NLAPW.
- 2 . General management and control of business, funds and property is vested in the FSA/NLAPW Council.

## **ARTICLE V – OFFICERS AND ELECTIONS**

### **Section 1 OFFICERS**

Elected officers are President, First Vice President, Second Vice President, Secretary and Treasurer.

Positions appointed by the president and approved by the FSA Council are a parliamentarian, newsletter editor, chaplain, historian and chairs of standing committees such as the Biennial Conference chair and the ByLaws chair and special committees. These appointed members have voice, but do not have vote.

### **Section 2 NOMINATIONS**

#### **A. Nominating Committee**

1. The Nominating Committee Chair shall be elected by the FSA Council a minimum of six months prior to the Biennial Conference. She shall select a committee of 3 to 5 members to determine qualified candidates for office. The Nominating Committee shall see that a proposed slate of officers is sent to the FSA president, in a timely manner, so that it can be sent to branch presidents and members at least one month prior to the Biennial Conference meeting.
2. At least three (3) months before the FSA/NLAPW Conference, the Nominating Committee shall present the slate in the FSA/NLAPW, *Giving a Hoot*.

#### **B. Nominee Qualifications**

1. The candidate for President should have been a member in good standing for at least 4 years preceding her nomination. She should have served as Branch President or as an officer or committee chair on the FSA/NLAPW Board.
2. Candidates for other FSA Offices must be active members in good standing of a Florida branch.

### **Section 3 ELECTIONS**

A. FSA officers shall be elected by mail ballot in odd-numbered years. Ballots shall be returned to the election committee chair by one month prior to the Biennial conference, as directed by the Election Committee and printed on the ballot. A majority of votes shall elect a candidate.

#### **B. Election Committee**

An Election Committee of a chair, 3-4 members, and 2 (two) alternates shall be appointed by the president, with the approval of the Executive Board in even-numbered years. The duty of the committee is to plan and conduct the election of state officers and notify the nominees and the national office of the results.

### C. Procedures to be followed for:

#### 1. Voting by mail

All Active, Associate, International Affiliate, Pen Women at Large (PAL) and Life Members in good standing may vote for state officers. Ballots shall be distributed as part of the emailed newsletter, *FSA/NLAPW, Giving a Hoot*. The official ballot must be placed in an envelope which is clearly marked with the name and address of the voter, but not marked on the ballot. These official ballots may be returned to the Branch president and then she can send the ballots to the Election Committee at the address listed on the ballot. These ballots must be postmarked on or before the required date (noted on the ballot).

Those without email and others who require paper ballots may request these official ballots from the Election Committee chair who will then instruct the newsletter Editor to send these members in good standing paper ballots with envelopes.

#### 2. Instructing voters

For each office to be filled, the voter shall indicate the order in which she prefers the candidates. Instruction shall appear on the ballot.

#### 3. Counting the votes

The procedure for the counting of the votes for each office and their recording in the teller's report must be strictly followed as specified in the Standing Rules of the FSA.

## Section 4 TERM AND VACANCIES

### A. Term

1. The term of each elected officer is two years and begins on May 1 of the even numbered year following the biennial convention.
2. No elected officer, except the treasurer, shall be eligible for election to more than two two-year terms to the same office.
3. The elected president of the FSA/NLAPW is installed at the Spring FSA Council meeting following the Biennial Conference.
4. In the event of the president's inability to serve, the office shall be filled by the first president. Vice presidents shall fill a vacancy in the office above.
5. A vacancy in any elected office other than that of president, the first and second vice presidents shall be filled by presidential appointment with the approval of the Executive Board .

## Section 5. DUTIES OF OFFICERS AND CHAIRS

### Section A. The President shall:

1. Determine dates, times, places for all FSA/NLAPW meetings and preside at such.
2. Appoint all non-elected officers and committee chairs as voting members of the FSA/NLAPW Council.
3. Appoint chairs of special committees as needed.

4. Be available to branches for consultations.
5. Be authorized to organize branches in the state, each with five (5) or more active members.
6. Sign checks if the Treasurer is not available.
7. Delegate the Treasurer to sign all contracts with the approval of the FSA/NLAPW Council. In her absence, the President may sign.
8. Serve as ex-officio member of all committees, except the Nominating Committee.

Section B. The First Vice President shall:

1. Perform the duties of the president if the president is absent or temporarily unable to serve.
2. Expand the membership base and be responsible to members-at-large.

Section C. The Second Vice President shall:

1. Select the meeting room and make all arrangements for the council meetings.

Section D. The Secretary shall:

1. Record the minutes of all meetings, e.g. FSA/NLAPW Council, FSA/NLAPW, Inc., executive board, and the business meeting at FSA/NALAPW Biennial Conference.
2. Appoint three people at the beginning of each meeting who will serve as “minutes approval” recorders who take good note, send corrections to the secretary and their inclusion in the minutes constitutes approval by body.
3. These corrected minutes can be sent by email to all members within 30 days..
4. File accepted minutes in the Secretary’s book, which includes other FSA/NLAPW records which shall become permanent official documents.

Section E. The Treasurer shall:

1. Maintain Insurance Bond.
2. Maintain Sales Tax Exempt Status (every five years).
3. Maintain Foreign Corporation status with [www.Sunbiz.org](http://www.Sunbiz.org) annually.
4. Act as Budget Chair for FSA/NLAPW.
5. Pay bills that are accompanied by invoices for legitimate FSA/NLAPW related expenses.
6. Sign all checks. In her absence, the President may sign checks.
7. Present a biennial report during the business meeting of the FSA/NLAPW Biennial
8. Oversee maintenance of appropriate ledgers, financial files and records consistent with fiscal need and current business practices.
9. Close and present financial accounts to an auditor biennially, at least ten (10) days before the auditor’s report is due.
10. Maintain and close bank accounts in any national or state bank or trust company with an office in the state of Florida. She has sole discretion in this matter and may make deposits from such.

## **ARTICLE VI - AMENDMENTS**

### **A. Bylaws**

Amendments to FSA/NLAPW, Inc. bylaws may be made by two-thirds (2/3) vote of the voting body at the FSA/NLAPW business meeting, provided thirty (30) days written notice has been given.

### **B. Standing Rules**

Standing rules of the FSA Council can be adopted at any meeting, as needed, as long as they do not conflict with other rules of order, the bylaws of FSA/NLAPW.

1. All elected and appointed officers and chairs are required to attend all FSA/NLAPW Council and Executive Board meetings, unless excused by the state president.
2. If an officer or chair misses two (2) consecutive meetings without being excused by the president, or dereliction of duty may be cause for removal from office by 2/3 vote of the body from which officer or committee chair is to be removed .

## **ARTICLE VII - DISSOLUTION**

Should dissolution occur, the charter, property, and a financial report for the past three (3) years shall be forwarded to the headquarters of NLAPW, Inc. Send a certified check for funds remaining in the treasury after the satisfaction of all obligations. The funds and charter will be returned if FSA/NLAPW is reactivated within five (5) years.

## **ARTICLE VIII - PARLIAMENTARY AUTHORITY**

The most recent edition of Robert's Rules of Order shall govern the FSA/NLAPW, Inc. in cases not provided for in these bylaws, in the National NLAPW bylaws or these Standing Rules of FSA Council.

Revised 1993, 1999, 2003, 2004, 2005, 2013

Dr. Sylvia C. Price, FSA President

Patricia (Pat) Setser, FSA Bylaws Chair

Elaine Waidelich, Parliamentarian

