

**BYLAWS OF THE NATIONAL LEAGUE OF  
AMERICAN PEN WOMEN, INC.**

were adopted by vote of the membership, April 20–21, 2006.

**STANDING RULES of the League**

pertaining to MEMORIAL AWARDS TO MEMBERS

were removed from the body of the bylaws, on advice from auditors,  
for publication of the 2004–2006 ROSTER.

**Standing Rules of the League** must be published following any  
publication of the bylaws.

**STANDING RULES of the National Executive Board** relative to the  
structure and function of STANDING COMMITTEES

were adopted by the National Executive Board on April 22, 2006,  
were reviewed, amended, and adopted on October 7, 2006.

The introductory statement was amended on April 11, 2010.

Attachments pertaining to operations omitted here and published  
separately in a procedural manual. Amendments requires vote with  
notice as for amendments to the Standing Rules of the Board.

**BYLAWS OF THE  
NATIONAL LEAGUE OF AMERICAN PEN WOMEN, INC.**

**ARTICLE I NAME**

The name of this corporation shall be the National League of American Pen Women, Inc., hereafter referred to as the League.

**ARTICLE II OBJECT**

The object of the League, a not-for-profit 501(c)(3) corporation, is to encourage the production of creative work of professional standard in Art, Letters, and Music, and through outreach activities, provide educational, creative, and professional support to members and nonmembers in these disciplines.

**ARTICLE III MEMBERSHIP**

The membership of the League shall consist of Active and Associate Members who are engaged in creative work of professional standard, under one or more of the following classifications: Art, Letters, Music, and of students who demonstrate commitment to one of these disciplines.

**Section 1. TYPES OF MEMBERSHIP**

- A. Active Membership may be acquired by a woman who is a citizen of the United States who:
  - 1. meets the qualifications under a specific classification of Art, Letters, or Music, including payment for original work of professional standard;
  - 2. has been approved by the Branch Membership Committee of the branch to which application is made;
  - 3. has submitted credentials, dues, and processing fee with her application to the National Membership Committee and approval has been granted.
  
- B. Associate Membership may be acquired by a woman with all the qualifications for Active Membership, except payment for original work need not have been received.
  - 1. Associate Members have the rights of Active Members except they may not hold national office or the branch offices of president or first vice president.
  - 2. Change of status from Associate to Active Membership shall require formal application with submission of the necessary credentials to the National Membership Committee for approval.

- C. International Affiliate Membership may be acquired by a woman who is not a citizen of the United States. An International Affiliate Member may qualify as Active or Associate.
  - 1. The Active International Affiliate Member has all the privileges of Active Membership within her branch, but may not hold national office.
  - 2. The Associate International Affiliate Member may not hold national office or the branch offices of president or first vice president.
  
- D. Membership-at-Large is open to members where there is no branch of the League or to members who cannot participate in branch activities but wish to maintain affiliation with the national organization.
  - 1. Current branch members may transfer to Membership-at-Large.
  - 2. Direct application for Membership-at-Large may be made to the National Membership Committee.
  - 3. A Member-at-Large who is qualified for Active Membership may serve on the National Executive Board by election to a national office or by appointment as chair of a national standing committee.
  
- E. Honorary Membership
  - 1. National Honorary Membership may be conferred:
    - a. only by the National Executive Board upon recommendation of one of its members or a branch;
    - b. to an honoree who is not a member of the League, but who is eligible for Active Membership;
    - c. to no more than one honoree per classification each biennium.
  - 2. Branch Honorary Membership may be conferred on an Active Member only by the branch to which she belongs. Her national and state association dues shall be paid by the branch.
  
- F. National Life Membership may be granted to an Active Member by a one-time gift of \$2,500 (twenty-five hundred dollars) to the NLAPW General Fund. She shall continue to pay branch dues and state association dues where applicable.
  
- G. National Student Membership may be acquired by a woman who is currently enrolled in a college or university program and is applying herself in a category of one of the three classifications: Art, Letters, Music/Dance Composition. Qualifications, responsibilities, and procedures are detailed in the Standing Rules of the National Executive Board.

## **Section 2. QUALIFICATIONS FOR MEMBERSHIP**

Applications for membership, with required credentials and fees, shall be submitted through a branch unless the applicant qualifies as a Member-at-Large as specified in Section 1, Paragraph D. Credentials required for all

three classifications, of Art, Letters, and Music, shall be accompanied by documentation of original work as well as proof of payment or sale, or employment if created by salary.

- A. Art membership is open to professional visual artists including, but not limited to, those listed below.
1. A painter, photographer, sculptor, craftsman, graphic artist shall show proof that her work has been selected by a qualified jury in at least 3 (three) exhibitions. This requirement may be waived by the National Membership Committee for applicants who have received outstanding recognition in their professional field. Proof of publication in books or national magazines as creative fine art photography may be presented by a photographer.
  2. An architect, cartoonist, designer, interior designer, illustrator, visual technologist shall show proof of work with firms or publication of work. An applicant salaried for her work shall submit proof to substantiate professional status and proof of payment.
- B. Letters membership is open to professional writers including, but not limited to, those listed below. Three samples of work shall be sent with the application. Only one credential is required if submission is a book.
1. Authors, coauthors, compilers, editors, poets, dramatists. All books, including anthologies or collections, shall show an ISBN, a royalty contract, or letter from the publisher or authorization of book sales at an accredited bookstore.
  2. Poets shall submit proof of publication in literary periodicals as accredited by such publications as *Writer's Market* or *Poet's Market*, or regional publications of like quality. Proof of payment in copies will be acceptable. Cash prizes or awards by incorporated professional arts organizations will be considered payment if the poem is published or there is a commitment for publication.
  3. Lecturers shall submit scripts, recordings, or other forms of literary credentials of original creative work with proof of payment.
  4. Dramatists shall submit 3 (three) scripts or video recordings (digital included) with proof of payment or proof of public performance by professional actors.
- C. Music (Composition in Music and Dance) membership is open to a composer or a choreographer.
1. A composer shall submit at least 3 (three) original published or unpublished compositions or arrangements, one of which shall have been commercially published or given professional public performance.
    - a. She shall provide evidence of familiarity with the principles of music by means of scores from which a performance could be made. A score should duplicate a tape or CD recording submitted.

For songs, the melody and full harmonic accompaniment shall be legibly scored.

- b. Salaried composers or arrangers shall show proof of payment.
  - c. The applicant submitting an arrangement shall send a copy of the original and the composer's permission if the composition is not in the public domain.
2. A choreographer shall submit recordings by notation (Labanotation, Benesh, or other currently accepted systems), film, videotapes, or digital recordings of 3 (three) works choreographed and sold or performed with verification of public performance of professional significance.

### **Section 3. ANNUAL DUES, PROCESSING FEES, AND FISCAL YEAR**

#### **A. Payment of First Dues and Processing Fees**

1. Each applicant for membership shall remit national dues of \$40 (forty dollars) plus a processing fee, which the branch membership chair shall forward with the application and "credentials for new Art, Letters, or Music members" to the appropriate national new membership chair.
2. Each applicant for Member-at-Large shall remit national dues of \$50 (fifty dollars) plus a processing fee with her application and "credentials for new Art, Letters, or Music members" directly to the appropriate new national membership chair.
3. Each applicant for a change of membership status or additional classification shall submit a processing fee with her application.
4. With each application for membership, the branch dues shall be collected and retained in accord with the branch standing rules and, where applicable, state association dues shall be collected and forwarded to the state treasurer.
5. Applicants who are accepted for membership after February 15 shall be given credit for national dues for the next fiscal year.
6. Processing fees are nonrefundable and are \$15 (fifteen dollars).

#### **B. Annual Dues**

1. Annual dues of \$40 (forty dollars) are payable to national from May 1 through May 15.
2. Branch members shall pay all dues (national, branch, and state association) to the branch treasurer prior to May 1. Life Members shall pay branch and state dues to the branch treasurer prior to May 1.
3. A Member-at-Large shall pay annual dues of \$50 (fifty dollars) directly to national headquarters from May 1 through May 15.
4. A late fee, minimum of \$15 (fifteen dollars), is charged if renewal dues are paid after July 1.

C. The fiscal year of the League is May 1 through April 30.

#### **Section 4. TRANSFER OF MEMBERSHIP**

A member in good standing whose dues are paid for the current year may apply for a transfer to another branch. A transfer form signed by the treasurer of the member's branch and by the treasurer of the receiving branch shall be sent to the League headquarters. No adjustment of branch or national dues shall be made for the current year in the transfer from one branch to another or to Membership-at-Large or from Membership-at-Large to a branch. A processing fee shall be sent to national.

#### **Section 5. CHANGE OF STATUS AND ADDED CLASSIFICATION**

A member may change from Associate to Active Membership or qualify in an additional classification by submitting her application, the required credentials, and a processing fee to her branch membership chair.

#### **Section 6. RESIGNATION, FAILURE TO RENEW, REINSTATEMENT**

##### **A. Resignation and Reinstatement**

A branch member may resign by notifying the branch treasurer. A Member-at-Large may resign by notifying national. Application to restore membership must be made within 5 (five) years of notification, accompanied by current dues plus a reinstatement fee.

##### **B. Failure to Renew and Reinstatement**

A member whose dues are not paid by July 1 shall be notified that her name is being removed from membership for nonpayment of dues. Application to restore membership must be made within 2 (two) years of notification, with payment of all past dues plus a reinstatement fee.

C. The reinstatement fee is \$15 (fifteen dollars).

### **ARTICLE IV COMPONENTS OF THE LEAGUE**

The League shall consist of branches and state associations.

#### **Section 1. BRANCHES**

##### **A. Formation**

1. A branch may be formed by 5 (five) or more Active Members. The number of members in a branch or the number of branches in a state shall not be limited. Local residence is not a requirement for membership in a branch.
2. Any member of the League may organize a branch upon notification of national and the state president of the state in which the new branch will be located. Instructions will be provided by national.

3. Each branch shall be chartered and designated as “The \_\_\_\_\_ Branch of the National League of American Pen Women, Inc.” No two branches shall have the same name.
4. A charter for a new branch shall be issued when officers have been elected and instructed of their obligation to abide by the bylaws of the League and the requirements of a branch in a 501(c)(3) organization.

#### B. Structure and Function

1. The officers of the branch shall be a president, a recording secretary, a treasurer, and other officers as desired.
2. Each branch may adopt standing rules for its governance.
3. The branch treasurer shall:
  - a. collect dues for national, the branch, and the state association, if required, by May 1;
  - b. send national dues for each member and each branch Honorary Member to national headquarters by May 15, but not before May 1, with the membership printout provided by national, indicating changes of addresses of current members, names of members who have resigned, and those whose dues are delinquent;
  - c. notify a branch member whose dues are delinquent that her name will be removed from the membership roster on July 1, and that current dues plus a late fee of \$15 (fifteen dollars) shall be paid for reinstatement;
  - d. provide the names and addresses of the branch president, recording secretary, and treasurer to national headquarters with dues payment;
  - e. notify national headquarters of the deaths and changes of addresses of branch members as they occur.
  - f. maintain separate financial records for nonmember participants in branch activities. A 501(c)(3) status allows no intermingling of funds.

#### C. Dissolution

1. Notice shall be given to each member of the branch when a vote for disbanding is to be taken.
2. A 2/3 vote of the membership at a regular or special meeting is required for disbanding. However, a branch may not disband if there are at least 5 (five) Active Members willing to continue the functions of the branch in accord with the national bylaws.
3. When it has been determined that a branch will disband, the branch shall:
  - a. advise all members that they may transfer to another branch, become Members-at-Large, or resign in good standing;
  - b. settle all obligations;
  - c. send to national headquarters:
    - (1) its charter;

- (2) the closing financial bank statement and financial records for the past 3 (three) years;
- (3) a certified check for funds remaining in the treasury, in compliance with the League's obligation to the IRS.
4. If the branch is reactivated within 3 (three) years, its funds and charter shall be returned.

## **Section 2. STATE ASSOCIATIONS**

### **A. Organization**

1. A state association may be organized by a majority vote of all of the branches in the state.
2. Every branch in the state shall be a member of the state association and shall abide by the state association bylaws.

### **B. Officers**

1. The state associations shall elect officers necessary for its operation.
2. The president of a newly organized state association shall notify the national headquarters of its officers and of its appointed chairs for Art, Letters, and Music.
3. The outgoing president shall send the names of new officers and new chairs of Art, Letters, and Music to national headquarters immediately following their election or appointment.

### **C. Bylaws of a state association shall:**

1. be approved by the national bylaws chair;
2. not conflict with the League bylaws;
3. be reviewed after adoption of a national bylaws amendment and be amended by the state association without review by national.

### **D. Dissolution**

A state association may dissolve upon a majority vote of its member branches. When dissolution occurs, it shall:

1. settle all obligations;
2. send to national headquarters:
  - a. its charter;
  - b. the closing financial bank statement and financial reports for the past 3 (three) years;
  - c. a certified check for funds remaining in the treasury, in compliance with the League's obligation to the IRS.
3. have its funds and charter returned if reactivated within 3 (three) years.

### **E. A state association or a member branch may petition the National Executive Board for resolution of conflicts within the state association.**



## **ARTICLE V OFFICERS AND ELECTIONS**

### **Section 1. ELECTED OFFICERS**

The elected officers of the League shall be a president, a first, second, third, fourth, and fifth vice president, a recording secretary, a corresponding secretary, a treasurer, a historian, and a librarian, who shall all be elected by mail ballot.

### **Section 2. NOMINATIONS**

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

1. A Nominating Committee of 5 (five) members and 2 (two) alternates shall be nominated from the floor by members of the National Executive Board at the October meeting in even-numbered years. The consent of the nominees must have been given. The National Executive Board shall elect a chair from among the 5 (five) members of the committee.
2. The duty of the committee is to select nominees for each elective office of the National Executive Board, from applications submitted by certified mail between October 1 and October 20 in odd-numbered years, addressed to the nominations chair at national headquarters. Applications may be from members, branches, state associations, or from members contacted by the Nominating Committee. Consent of the nominees must have been given. Only the Nominating Committee can place names on the slate.
3. The chair shall follow procedures in these bylaws, the Standing Rules, and the *Procedural Manual*, to:
  - a. submit application blank and instructions for applying for nomination, to *The Pen Woman* magazine and the League website;
  - b. meet with all members of the Nominating Committee to review applicants' qualifications and to select nominees;
  - c. transmit biographical information and photographs of selected nominees to *The Pen Woman* magazine;
  - d. transmit names of nominees and office for which each is running, to the Election Committee for preparation of the ballot.

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

1. Nominees for the offices of national president and first vice president shall have been Active Members in good standing (dues current and no disciplinary charges pending) for the past 5 (five) years and have served on the National Executive Board in elected offices for 2 (two) terms.

2. Nominees for other national offices shall have been Active Members in good standing (dues current and no disciplinary charges pending) for 3 (three) years.
3. Applicants' qualifications shall be assessed by the Nominating Committee on the basis of information submitted by the applicant and the duties of the office as stated in these bylaws.

### Section 3. ELECTIONS

- A. National officers shall be elected by mail ballot in even-numbered years. Ballots shall be returned to national headquarters by March 15, as directed by the Election Committee and printed on the ballot. The method of "Preferential Voting" described in these bylaws, in the League's *Procedural Manual*, Standing Rules, and in the parliamentary authority of the League shall govern the electoral proceedings. A majority of votes received shall elect a candidate.
- B. Election Committee  
An Election Committee of a chair, 4 (four) members, and 2 (two) alternates shall be appointed by the president, with the approval of the National Executive Board at the April meeting in odd-numbered years. The duty of the committee is to plan and conduct the election of national 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, Members-at-Large, and Life Members in good standing may vote for national officers. Ballots shall be mailed as part of *The Pen Woman* magazine or mailed separately. The official ballot shall be returned to the Election Committee, national headquarters at the Pen Arts Building, postmarked on or before March 15 in even-numbered years, with the name and address of the voter clearly marked on the envelope, but not on the ballot.
  2. **instructing voters**  
For each office to be filled, the voter shall indicate the order in which she prefers the candidates. Instructions shall appear on the ballot.
  3. **counting the votes**  
The procedure for the counting of votes for each office and their recording in the teller's report must be strictly followed as specified in the Standing Rules and the *Procedural Manual* of the League.

## **Section 4. TERM AND VACANCIES**

### **A. Term**

1. The term of office for the national president and vice presidents shall be 2 (two) years or until a successor is elected. They may serve in the same office no more than 2 (two) elective terms, those not to be consecutive.
2. The term of office for other national elected officers, that is, the treasurer, the recording secretary, the corresponding secretary, the historian, and the librarian shall be 2 (two) years or until a successor is elected. They may serve in the same office no more than 2 (two) elective terms, which may be consecutive.
3. National officers shall assume their duties at the close of the Biennial Convention.
4. The retiring president and treasurer shall finalize all administrative responsibilities by the close of the fiscal year.

B. A national elected officer who does not fulfill assigned responsibilities may be relieved of her office by a 2/3 (two-thirds) vote of the National Executive Board.

C. In the event of the president's inability to serve, the office shall be filled by the first vice president. Vice presidents shall fill a vacancy in the office above.

D. A vacancy in any elected office other than that of the president, the first, second, third, and fourth vice presidents shall be filled by presidential appointment, with the approval of the National Executive Board.

## **Section 5. DUTIES OF OFFICERS**

The duties of the elected officers shall be as listed in these bylaws or as applicable to the office as prescribed by the parliamentary authority named in Article XII. The president, first vice president, recording secretary, corresponding secretary, and treasurer, shall be bonded.

### **A. The president shall**

1. preside at meetings of the National Executive Board, at the Biennial Convention, and at special meetings of the League;
2. appoint a national parliamentarian, a national chaplain, a commemorative endowment chair, other special appointees or advisors, members of the Finance and Budget Committee, and the chairs of the national standing committees; appoint an election chair, 4 (four) committee members, and 2 (two) alternates; create special committees and appoint their chairs, with the exception of the Nominating Committee; submit all appointments to the National Executive Board for approval; be an ex-officio member of all

committees of the League with the exception of the Nominating Committee and the Election Committee;

3. formulate guidelines for the League and aims to be achieved during her term of office, and present them for approval at the first meeting of the National Executive Board, following her installation;
4. fill vacancies on the National Executive Board by appointment, with National Executive Board approval for positions not provided for in these bylaws;
5. at each National Executive Board meeting, appoint a Minutes Approval Committee of 3 (three) members of the National Executive Board who shall read and approve the minutes before they may be sent to all voting members of the National Executive Board;
6. sign all contracts for the League with the recording secretary, subject to approval of the National Executive Board;
7. sign all checks with the treasurer;
8. sign all official letters written on League stationery when the subject of the letter is an appeal for funds for League projects which have been approved by the National Executive Board;
9. leave all furnishings and equipment at headquarters with a written inventory;
10. employ office secretaries and other staff within the amount budgeted;
11. employ an independent accountant and an in-house bookkeeper within the budgeted amount;
12. when necessary, conduct a telephone or e-mail vote of National Executive Board members, votes verified by a signed statement to the recording secretary who shall record the results in the minutes of the next National Executive Board meeting.

B. The first vice president shall

1. preside in the absence of the president and perform the duties of the president in her absence or inability to serve;
2. be a member of the Planning Committee;
3. perform other duties assigned by the president.

C. The second, third, fourth, and fifth vice presidents shall

1. preside in the absence of the president and first vice president in order of sequence;
2. be assigned membership in a standing committee or the chair of a special or subcommittee at the discretion of the president;
3. perform other duties assigned by the president.

D. The recording secretary shall

1. record the minutes of each meeting of the National Executive Board, the business meeting of the Biennial Convention, and special meetings;

2. file at national headquarters the original signed copy of the minutes of the National Executive Board, with reports and motion forms; minutes of the business meeting of the Biennial Convention with all Biennial reports, and minutes of special meetings of the National Executive Board;
  3. send a copy of the minutes, approved by the 3 (three) members appointed by the president, to National Executive Board members within 60 (sixty) days of the meeting;
  4. sign, with the president, contracts for the League;
  5. record written, signed verification of all telephone and e-mail votes taken by the president, in the minutes of the next National Executive Board meeting;
  6. send each annual audit to *The Pen Woman* magazine after approval of the National Executive Board;
  7. perform other duties assigned by the president.
- E. The corresponding secretary shall
1. send out to the membership of the National Executive Board the call or notice of each meeting of the National Executive Board;
  2. conduct the general correspondence of the organization:
    - a. be responsible for all official National Executive Board correspondence;
    - b. be responsible for all national presidential correspondence.
  3. keep and file copies of the above;
  4. report all correspondence to the president;
  5. perform other duties assigned by the president.
- F. The treasurer shall
1. sign checks with the president;
  2. review the financial report prepared by the accountant/bookkeeper and present it at each National Executive Board meeting and the Biennial Convention;
  3. chair the Permanent Committee on Finance and Budget;
  4. oversee the maintenance of appropriate ledgers, financial files, and records consistent with the fiscal needs of the League and current business practices;
  5. secure the names of branches whose dues are delinquent or those which have notified national of their intent to disband and begin proceedings for acquisition of their charter and funds;
  6. maintain records of funds being held in escrow by the League; notify the accountant/bookkeeper to:
    - a. return funds to a branch or state association reactivating, within the three-year period allowed;
    - b. transfer to the general operating account the funds of those branches permanently disbanded, their three-year period for

holding branch funds in escrow having expired or a letter of intent from the executive committee of the branch having been received.

7. notify the Scholarships and Grants Committee chair of the amounts available from each restricted account set up for all scholarships and grants;
8. close the financial accounts on the last day of each fiscal year and present such accounts to an independent auditor for annual audit;
9. retire from the active office files the financial records as prescribed by the records retention schedule and present them to the Archives chair for disposition;
10. perform other duties assigned by the president.

G. The historian shall

1. compile a record of the current administration:
  - a. solicit and collect resumes of branch activities;
  - b. compile records of state association activities and meetings;
  - c. record the activities of the president relative to functions at Pen Arts and official visits to branches and state associations;
  - d. make a complete report of the Biennial Convention;
  - e. perform other duties assigned by the president.
2. bind the following from the previous administration and place in the hands of the Archives chair:
  - a. the minutes of the National Executive Board meetings, regular and special, with annual reports and the business meeting of the Biennial Convention with Biennial reports;
  - b. publications including *The Pen Woman* magazine, by volume number, and the *Membership Roster*.
3. perform other duties assigned by the president.

H. The librarian shall

1. have supervision of the library of the League;
2. catalog and shelve books and multimedia materials written, edited, illustrated by members, or collections which include their work, or biographies of members;
3. catalog and shelve separately, slides and electronic recordings of members' work; such as lectures, compositions of music and dance, choreographed movement, and multimedia performances;
4. perform other duties assigned by the president.

## **ARTICLE VI THE NATIONAL EXECUTIVE BOARD**

### **Section 1. STRUCTURE**

The voting members of the National Executive Board shall be the national elected officers and the chairs of standing committees.

## **Section 2. RESPONSIBILITIES**

The management and control of the business, funds, and property of the League shall be vested in the National Executive Board.

- A. The National Executive Board shall
  1. approve an independent certified auditor who shall audit the financial records of the League annually at the close of the fiscal year, the audit to be completed by the end of the first quarter of the following year;
  2. approve the president's employment of an independent accountant and an in-house bookkeeper who shall
    - a. serve under the direction of the president;
    - b. record the League's income and expenditures;
    - c. transmit copies of these records on a monthly basis to the president and the treasurer.
  3. approve fundraising projects or activities for designated funds and awards;
  4. approve the establishment of bank accounts for the Biennial Convention, with signatures of the chair of the event for which the account is established and of the national treasurer. The accounting and funds shall be submitted to the treasurer of the League by the end of the fiscal year.
  5. budget \$1,500 (fifteen hundred dollars) expense money for setting up Biennial contests in each classification of Art, Letters, and Music.
- B. The approval of the National Executive Board is required for Presidential Committee appointments as indicated in these bylaws.
- C. The business of the League shall be conducted from its national headquarters, the Pen Arts Building.
- D. The Pen Arts Building shall not be sold or otherwise disposed of except by a 2/3 (two-thirds) affirmative vote of the National Executive Board, followed by a 2/3 (two-thirds) affirmative vote of the members.
- E. The National Executive Board shall determine by a 2/3 (two-thirds) ballot vote if the president is unable for any reason to perform the duties of that office.
- F. The outgoing National Executive Board shall leave in the treasury a sum equal to the obligations, justified with bills and invoices, for which the National Executive Board is responsible, except for major repairs and improvements to the headquarters building requiring a long-term payment, for which the costs may be amortized.

### **Section 3. MEETINGS**

- A. The National Executive Board shall meet quarterly: in April, June, October, and January, unless it orders otherwise. The dates shall be determined by majority vote at the first meeting of the administration. Members are expected to attend the first annual meeting of the administration and at least 3 (three) other regular meetings during their two-year tenure.
- B. The April meeting of the National Executive Board shall be designated as the annual meeting in odd-numbered years. In even-numbered years the annual meeting shall be just prior to the Biennial Convention. The newly elected officers and nominees for appointed positions on the National Executive Board shall meet immediately after the close of the Biennial Convention.
- C. Past national presidents who are members of the League, current state association and branch presidents, and special appointees may attend with the privilege of debate but not the privilege of making motions or voting. Special committee chairs may attend with the privilege of debate, and may make motions from their committees.
- D. Board members, special appointees, and special committee chairs shall submit a written report, with 3 (three) copies to the recording secretary, prior to each National Executive Board meeting and by the last day of the month preceding the Biennial Convention.
- E. Special meetings of the National Executive Board shall be called by the national president, or upon written request of 3 (three) or more members of the National Executive Board, or upon written request of a branch president and 2 (two) other members of 15 (fifteen) or more branches.
- F. A total of 9 (nine) members of the National Executive Board, at least 5 (five) of whom shall be elected, shall constitute a quorum for the transaction of business at all regular and special meetings of the National Executive Board.

## **ARTICLE VII MEETINGS OF THE LEAGUE**

### **Section 1. BIENNIAL CONVENTION**

- A. The League shall hold a Biennial Convention in March or April of the even-numbered years, unless it is agreed by a 2/3 (two-thirds) vote of the National Executive Board that a justifiable reason exists for cancellation of the convention. These conventions shall alternate



between a city in the vicinity of Washington, DC, and a city in another geographical area.

1. Invitations from state associations and branches for hosting the conventions shall be received and locations determined by the National Executive Board.
  2. A fund of no less than \$1,000 (one thousand dollars) nor more than \$2,000 (two thousand dollars) shall be made available for advance reservations and shall be refunded to the League from registrations of the convention.
- B. The voting body of the Biennial Convention shall consist of all members of the League in good standing (dues current, no disciplinary charges pending), registered and approved by the Biennial Convention credentials personnel. This includes Active, Associate, International Affiliate, Members-at-Large, and Life Members. Honorary Members may attend the Biennial Convention with the privilege of debate but not of making motions or voting.

## **Section 2. SPECIAL MEETINGS**

- A. The National Executive Board shall call a special meeting of the League upon written request from 2/3 (two-thirds) of the branches.
- B. That 45 (forty-five) days' notice of the date, place, and business shall be given to the membership. Only the business stated in the call may be transacted.

## **Section 3. QUORUM**

A majority of the voting members present at a Biennial Convention or special meeting of the League shall constitute a quorum for the transaction of business.

# **ARTICLE VIII COMMITTEES AND APPOINTEES**

## **Section 1. STANDING COMMITTEES**

- A. The standing committees of the League shall be Archives, Biennial Convention, Budget, Bylaws, Ethics, Headquarters, Membership, National Art, National Letters, National Music, Outreach, Planning, Public Relations, Publications, and Scholarships and Grants.
- B. The structure and function of the standing committees shall be as specified in the Standing Rules and the *Procedural Manual* of the League.

## **Section 2. SPECIAL APPOINTEES**

- A. The parliamentarian shall have a minimum status of Registered Parliamentarian, National Association of Parliamentarians, or Certified Member of the American Institute of Parliamentarians, and shall:
  - 1. perform the duties of the parliamentarian as prescribed in the current edition of *Robert's Rules of Order Newly Revised*;
  - 2. advise the president and the members of the National Executive Board on parliamentary matters concerning the League;
  - 3. attend meetings of the National Executive Board without vote;
  - 4. be advisor to the Standing Committee on Bylaws, the Nominating Committee, and the Election Committee, and other standing or special committees at their request;
  - 5. assist the president in preparing for the Biennial business meeting and be present at all sessions to advise her upon request;
  - 6. not be required to be a member of the League.
  
- B. The chaplain shall
  - 1. offer the invocation at the opening of each meeting of the National Executive Board and at all sessions of the Biennial Convention;
  - 2. send letters of condolence to the branch upon the death of a member, and the names of the deceased members for publication in *The Pen Woman* magazine at intervals she and the editor agree on;
  - 3. in cooperation with the Biennial Convention Committee, be responsible for a memorial service at the Biennial Convention.
  
- C. The commemorative endowment chair shall
  - 1. solicit contributions to this fund;
  - 2. keep a permanent record of contributions, contributors, and honorees;
  - 3. give an annual report to the National Executive Board and a Biennial report to the membership;
  - 4. appoint other members to this committee upon consultation with the president.

## **Section 3. SPECIAL COMMITTEES**

Special committees may be appointed by the president, with the approval of the National Executive Board, and shall

- A. serve until completion of their specified task or until their report is called, a time not to exceed 2 (two) terms;
  
- B. give an annual report to the National Executive Board and a biennial report to the membership.

#### **Section 4. PERMANENT COMMITTEES**

The Finance and Budget Committee is a permanent committee whose chairman is the treasurer, and whose membership includes the budget chair and other members specified by the *Financial Procedural Manual*, appointed by the president and approved by the National Executive Board.

### **ARTICLE IX LONG-RANGE DESIGNATED FUNDS**

#### **Section 1. RECEIVING AND DISBURSING FUNDS**

- A. The League
  - 1. may accept contributions;
  - 2. shall establish only those long-range awards, scholarships and grants, and special purpose activities which can be administered at the national level;
  - 3. shall use the income earned by the long-range designated funds only for the established purpose.
  
- B. Contributions to funds shall be sent to the national treasurer who, with the League president as cosigner, shall invest the funds in appropriate interest-bearing securities, and make disbursements in accordance with the bylaws and National Executive Board's instructions.
  - 1. Contributions are irrevocable.
  - 2. The national treasurer shall present a financial statement at each annual meeting of the National Executive Board and Biennial Convention, covering contributions and contributors, income, and disbursements.

#### **Section 2. CONTRIBUTIONS**

- A. The League may not accept a contribution for which administrative costs would exceed projected benefits, and reserves the right for its National Executive Board to reject any contribution at its discretion.
  
- B. A one-time restricted purpose contribution may be accepted by the League and be acted upon by the National Executive Board of that administration.
  
- C. A voluntary contribution to a long-range purpose fund shall state the purpose intended. In the case of a voluntary contribution made without a designated purpose, the National Executive Board shall determine the purpose.

### **Section 3. COMMEMORATIVE ENDOWMENT FUND**

This fund was founded in the 1970–72 administration to honor persons living or deceased as well as memorable events.

- A. Income earned from the principal of the sum of \$100,000 (one hundred thousand dollars) and all monies donated above this sum may be used for maintenance and renovation of the Pen Arts Building and its contents.
- B. If the Pen Arts Building is sold or ceases to exist, no monies from this fund shall be expended until a new headquarters for the League is established.

### **Section 4. NAMED HONOR AND MEMORIAL AWARDS**

Named honor or memorial awards shall be awarded according to established requirements, guidelines, and tenets of the donor as listed in the Standing Rules.

### **Section 5. NATIONAL SCHOLARSHIPS AND GRANTS**

These awards shall be established for the purpose of promoting professionalism in Art, Letters, and Music by encouraging talented women to pursue further education or other goals which affect their creative efforts, and shall be awarded in accordance with established requirements.

- A. THE SHIRLEY HOLDEN HELBERG GRANTS FOR MATURE WOMEN (named by resolution of the membership at the 2006 Biennial Convention). Recipients of scholarships and grants for women 35 (thirty-five) years of age and older who are not now or have ever been members of the League, nor members of the immediate family of a League member, shall be selected according to the rules and guidelines established by the Scholarships and Grants Committee and approved by the National Executive Board.
- B. THE HELEN TRUEHEART COX ART SCHOLARSHIP FOR A NATIVE AMERICAN. June 17, 1994, \$8,000 (eight thousand dollars). This sum is to be put into a restricted fund, with only the accrued interest withdrawn every 2 (two) years for the use of a scholarship in art, and to be given to a Native American girl who is talented but who lacks financial resources to further her education. If there is no recipient in any biennial, the interest shall be added to the Commemorative Endowment Fund.

## **ARTICLE X INSIGNIA AND SEAL**

### **Section 1. THE INSIGNIA**

- A. The insignia of the League shall be an owl within a triangle of a red pen, a blue pencil, and a white brush upon which is printed NLAPW.
- B. The insignia may be worn by Active Members.
- C. Members may use the initials NLAPW after their signature on Art, Letters, and Music.
- D. No part of, or form of the name or insignia of the League shall be used on, in, or as a part of personal belongings or household articles, except those sold by the League.
- E. The League grants to each branch, but not to individual members, the right to prepare, distribute, or sell to members only, letterheads and stationery bearing the insignia.

### **Section 2. THE SEAL**

The seal shall include the insignia, name, and date of incorporation of the League.

## **ARTICLE XI DISCIPLINE**

### **Section 1. CHARGES**

- A. Charges against a member shall be filed with the national recording secretary to the attention of the Ethics Committee:
  - 1. by a member who provides in writing, authoritative permission signed by the majority of the executive committee of her branch; or
  - 2. by 3 (three) voting members of a state association; or
  - 3. by 3 (three) members of the National Executive Board.
- B. The charges may be:
  - 1. of professional dishonesty, working against the interest of the League, or injuring the professional standing of a member; or
  - 2. based on dereliction of duty or misconduct in office.

### **Section 2. ETHICS COMMITTEE JURISDICTION AND PROCEDURE**

The Ethics Committee shall

- A. investigate the charges:
  - 1. conduct interviews with the member bringing charges;
  - 2. conduct interviews with the member being charged.

- B. notify the member being charged that failure to respond does not abrogate the charges;
- C. seek to resolve differences;
- D. refer charges, documents, and recommendations to the National Executive Board if, by a majority ballot vote, the committee determines that the charges warrant removal from office, reprimand, suspension, or expulsion;
- E. act as “managers” or secure qualified members or nonmembers for this role, at a regular meeting or a special executive session of the National Executive Board called to hear charges against a member and her defense.

### **Section 3. ACTION REQUIRED OF THE NATIONAL EXECUTIVE BOARD**

Upon review of the charges, findings, and recommendations of the Ethics Committee, the National Executive Board shall:

- A. upon a majority ballot vote:
  - 1. dismiss charges for insufficient evidence or lack of just cause;
  - 2. reprimand the member for unprofessional or unethical behavior.
- B. upon a 2/3 (two-thirds) ballot vote, proceed with considerations, in which case the member shall:
  - 1. have the privilege of being present at a regular or a special meeting of the National Executive Board at which charges shall be heard and considered, or of submitting her defense in writing; and
  - 2. be notified of the meeting and of the charges being brought by certified mail with return receipt requested, notification to be postmarked at least 4 (four) weeks prior to the specified date;
  - 3. be advised that her rights as a member of the National League of American Pen Women, except those related to the hearing, are suspended pending disposition of the case.

### **Section 4. REMOVAL FROM OFFICE, SUSPENSION, OR EXPULSION**

- A. A member, regardless of type of membership, may be removed from her branch, state, or national office or suspended from the League by a 2/3 (two-thirds) ballot vote of the National Executive Board, the duration of suspension to be determined by the National Executive Board. The member loses all privileges of membership during the time of her suspension.

- B. A member, regardless of type of membership, may be expelled by a 3/4 (three-fourth) ballot vote of the National Executive Board. A member who has been expelled is permanently barred from membership in the League.

## **ARTICLE XII PARLIAMENTARY AUTHORITY**

In cases not provided for in these bylaws, the Standing Rules, the *Procedural Manual*, the *Financial Procedural Manual*, and the current edition of *Robert's Rules of Order Newly Revised* shall govern the proceedings of the League.

## **ARTICLE XIV DISSOLUTION**

### **Section 1. INSTIGATION AND PROCEDURE**

In the event a dissolution of the League becomes necessary, the National Executive Board shall convene, with notice postmarked 45 (forty-five) days in advance, at a special or regular session. Upon a 2/3 (two-thirds) affirmative ballot vote of the National Executive Board, it shall authorize:

- A. a committee of the elected officers of the League, assisted by an accountant and a lawyer-consultant to draw up guidelines and procedures necessary to achieve a legal dissolution;
- B. the committee to prepare a list of responsible organizations or institutions actively engaged in the education of or promotion of professional women in the creative fields of the Arts, Letters, and Music, whose objectives are compatible with those of the League and eligible within the scope of the Internal Revenue Service Code 501(c)(3) or amendments thereof, to be considered for receiving all of the assets, property, and funds of the League; that is, those of the national, state, and branch entities;
- C. a mailing of ballots to the League membership to determine support for dissolution.

### **Section 2. THE VOTE**

The National Executive Board shall mail a ballot to each member of the League. The ballot shall require that the member:

- A. vote for or against dissolution;
- B. number in order of preference, the listed possible recipients of the League's funds if the vote for dissolution is affirmative;
- C. return the ballot by certified mail, return receipt requested.

### **Section 3. AUTHORIZATION OF DISSOLUTION**

Authorization to dissolve the League shall require a majority vote of the entire membership.

## **STANDING RULES OF THE LEAGUE PERTAINING TO MEMORIAL AWARDS TO MEMBERS**

It is mandatory that each printing of these bylaws be followed by the printing of the STANDING RULES OF THE LEAGUE

- A. **MARION DOYLE POETRY MEMORIAL FUND.** August 15, 1974, \$1,100 (eleven hundred dollars). “That these awards be made to poets whose aim is communication; who believe poetry to be a medium of emotional release, of inspiration; that the mission of poetry is to build spiritual morale; to enrich life with perceptions, human tenderness; who have genius of expression and lack of modern cynicism.” A first-, second-, and third-place award may be made to the authors of poems judged best in Pen Women contests, if interest warrants, but the first-place prize shall not be less than \$50 (fifty dollars).
  
- B. **MARJORIE DAVIES ROLLER NONFICTION AWARD.** December 27, 1974, \$2,000 (two thousand dollars). Annual award(s) from accrued interest “... to the Pen Woman writing the best nonfiction article or book on any subject.” A first-, second-, and third-place award may be made if interest warrants, but the first prize shall not be less than \$50 (fifty dollars).
  
- C. **NORMAN E. AND MARJORIE J. ROLLER AWARD.** May 25, 1975, \$2,000 (two thousand dollars). Annual award(s) from accrued interest “... for the best article, story, or book on wildlife or outdoor life, exclusive of physical contact sports.” A first-, second-, and third-place award may be made if interest warrants, but the first-place prize shall not be less than \$50 (fifty dollars).
  
- D. **ANITA MARIE BOGGS MEMORIAL FUND – POETRY.** January 27, 1976, \$1,000 (one thousand dollars). An annual memorial award of at least \$50 (fifty dollars) established by Alice Hutchins Drake.
  
- E. **DELLA CROWDER MILLER POETRY AWARD.** August 18, 1978, \$10,000 (ten thousand dollars). Awards shall be granted annually from the interest on the \$10,000 (ten-thousand-dollar) gift. The awards are in two categories: (1) Petrarchan Sonnet and (2) free verse.
  - 1. Petrarchan Sonnets. First-place award shall be at least \$100 (one hundred dollars). Second- and third-place awards shall be prorated based on the amount of interest earned.
  - 2. Free Verse. First-place award shall be at least \$100 (one hundred dollars). Second- and third-place awards shall be prorated based on the amount of interest earned. If the interest rates should rise and the earnings should be such that a second- and third-place award would amount to or exceed the \$100 (one hundred dollar) first-place award, the first-place award would be raised to a larger sum.



- F. **CATHERINE CUSHMAN LEACH POETRY AWARD.** September 19, 1978, \$1,050 (one thousand fifty dollars). A prize of at least \$50 (fifty dollars). "To be given annually (only interest to be used) for a poem of merit, published or unpublished. The poem may be on any subject and in any verse with the exception of free verse.
- G. **ELIZABETH M. CAMPBELL POETRY AWARD.** November 1, 1978, \$1,010.78 (one thousand ten dollars and 78 cents). Only interest is to be used for an annual award.
- H. **HELEN SUTTON BOOTH NATIONAL MEMORIAL POETRY AWARD.** October 11, 1986, \$4,360 (four thousand three hundred and sixty dollars). Awards shall be granted biennially from interest of the gift. The awards are to be given for any traditional form of poetry of any length. (1) There shall be three cash awards: 50%, 30%, 20% of interest earned and (2) There shall be three honorable mention awards.
- I. **JEAN BABER AWARD OF MERIT IN MEMORY OF AGNES ALLEN – ART.** August 17, 1988, \$5,000 (five thousand dollars). Only accrued interest to be used biennially to fund 5 (five) Art Awards of Merit. Any unused interest over that amount shall be placed in the Commemorative Endowment Fund.
- J. **HOWISON ART AWARD FUND.** This restricted Art Award Fund is established for outstanding work in the field of the Arts, effective as of the date the fund reaches the sum of \$10,000 (ten thousand dollars). The award or awards are to be made at the Biennial Convention to the member or members of the NLAPW designated by a jury selected by the National Art Board chair. These Biennial awards are to be paid from interest that has accrued in one year. The balance of the interest accrued during that biennium will remain in the fund.
- K. **THE ANNE MARX SESTINA AWARD FUND.** The Anne Marx Sestina Award, established on April 9, 1998, in the sum of \$10,000 (ten thousand dollars) in a restricted fund, is to be used to establish a first-place prize for a poem in sestina form on the subject of immigration and/or cultural exchange, to be awarded at each Biennial meeting. The award shall be in the amount of \$250 (two hundred fifty dollars). Interest derived from the principal shall be used toward the cost of administering the award, and the payment of an honorarium in the amount of \$100 (one hundred dollars) to a judge of professional caliber, who need not be a woman and who need not be a member of the National League of American Pen Women, Inc. The Board of Directors of the National League of American Pen Women, Inc., shall administer this award until all funds, principal and interest, have been exhausted.

- L. THE ELIZABETH BENTLEY BIENNIAL EXHIBITING ARTISTS FUND (BEAF)**, established June 8, 1974. The Elizabeth Bentley Biennial Exhibiting Artists Fund assists artists exhibiting in the National Biennial Art Exhibition with costs for any one or combination of the following: shipping, receiving, un-crating, cataloging, storing, handling, hanging, dismantling, re-crating, and return shipment of their art. The BEAF Committee shall consist of a BEAF chair, an assistant BEAF chair, and an adviser.
1. The BEAF chair, with the assistant BEAF chair and the adviser, shall serve under the direction of the National Art Board chair and the National Art Board, and shall serve as a liaison to the National Art Board.
  2. Money for the fund is derived from: (1) donations from individuals and groups; (2) interest accrued on invested money of the fund.
  3. The BEAF chair shall issue guidelines for each National Biennial Art Exhibition.

**AWARDS:** An Awards Fund, budgeted by the National Executive Board, shall be given in the amount of \$500 (five hundred dollars) each to the Art, Letters, and Music chairs each fiscal year for expenses in setting up Biennial contests.

**CENTURY NOTE MUSIC FUND:** The purpose of this fund is to promote and support programs and awards of the Music Members at Biennial Conventions and special occasions. Contributions may be made by branches, members, and others. Accrued interest only may be used. The Century Note Music Fund Committee shall make recommendations to the National Executive Board regarding programs and awards/