

BYLAWS
PIKES PEAK BRANCH
NATIONAL LEAGUE OF AMERICAN PEN WOMEN, INC.

ADOPTED by this Branch on March 12, 1955

APPROVED by National Chairman, Bylaws, December 12, 1955

ACCEPTED by the National Board, December 12, 1955

AMENDED by this Branch, March 12, 2016

Article I. NAME and OBJECT

The name of this organization shall be the Pikes Peak Branch (“**Branch**”) of the National League of American Pen Women, Inc. (“**League**”). The Branch is a non-reporting Colorado unincorporated nonprofit association known as “National League of American Pen Women, Inc., Pikes Peak Branch” and may establish from time to time such trade name(s) under which it may operate. The object of this Branch is to conduct and promote creative and educational activities in Art, Letters and Music among its members. The name of the Branch or of the League may not be used in connection with the activities outside the scope of the object of the League.

Article II. MEMBERSHIP

Section 1. Qualification. The membership of this Branch shall consist of women engaged in creative work in Art, Letters or Music, who have been endorsed by the Branch and accepted by the League as Active or Associate members of the League. The Branch may have Friend members who support the Branch and are interested in Art, Letters or Music, but are not qualified to be Active or Associate members of the League. Friends have full participation rights in and may vote on Branch matters.

Section 2. Membership. This Branch shall have a Membership Chair who shall receive and handle applications and credentials for Active or Associate membership as required by the League and for Friend membership as established by the Branch and shall maintain the Branch membership roster. The Secretary shall serve as the Membership Chair.

Section 3. Membership Applications. The Branch Membership Chair shall keep a record of all applications for membership, all personal data therein, lists of all credentials submitted, dates of acceptance by the League or the Branch as applicable, and classifications under which members were accepted. These shall be part of the permanent records of the Branch.

Section 4. Good Standing. To be in good standing with the Branch, a member must be current on her Branch and League dues. Only members in good standing may vote, as per her membership classification, on Branch or League business, or participate in Branch activities as a Branch member.

Article III. MEMBERSHIP DUES

Section 1. Application Dues. Each application for membership in this Branch must be accompanied by payment of the then-and-as-applicable first year's membership dues for the League and the Branch.

Section 2. Annual Dues. Each Active, Associate or Friend member of this Branch (except new members in their first year) shall pay to the Branch Treasurer the then-and-as-applicable total annual dues.

Section 3. League Dues. The Branch Treasurer shall forward all such League dues to the League Treasurer per **Article VIII, Section 6**.

Article IV. GOVERNMENT

Section 1. Executive Committee. The general management of this Branch shall be vested in the Branch officers and who shall constitute the Executive Committee.

Section 2. Officers. The elected officers of this Branch shall be: President, Vice-President, Secretary and Treasurer. One person may hold more than one officer position; however, the offices of President and Treasurer may not be held by the same person.

Section 3. Term of Officer. Term of office of each elected officer shall be two fiscal years, or until her successor is elected.

Section 4. Term of Chair. Term of office for each appointed chair shall be per **Article IX**.

Section 5. Officer or Chair Vacancy. Should an officer or chair fail to perform the duties of her office, or vacate her office or chair for whatever reason, the other Branch officers may declare that office or chair vacant. Vacancies occurring in elective officer or appointed chair positions during a term shall be filled by the other Branch officers.

Article V. MEETINGS

Section 1. Meetings. This Branch shall hold at least two regularly scheduled business meetings each fiscal year, which may be combined with a regular membership meeting. Special meetings of the Branch or of the Executive Committee may be called by the President. All members of the Branch or of the Executive Committee shall be notified of all such special meetings.

Section 2. Annual Meeting. The May meeting shall be the Annual Meeting of this Branch. Each officer and chair shall present a report at this meeting, which shall be included with the meeting Minutes.

Section 3. Quorum and Voting. One-third of Branch members shall constitute a quorum for business meetings of this Branch. A majority of members of the Executive Committee shall constitute a quorum of the Executive Committee for the transaction of business. A vote shall be carried by a majority of a quorum.

Section 4. Action without Meeting. Any action required or permitted to be taken at either a membership or Executive Committee meeting may be taken without a meeting if the applicable quorum entitled to vote thereon consent to such action and vote in writing.

Article VI. FINANCES

Section 1. Fiscal Year. The fiscal year of this Branch shall coincide with that of the League (currently May 1 of each year through April 30 of the following year). The books of the Branch maintained by the Treasurer may be reviewed by the Executive Committee at any time.

Section 2. Accounts. Each outgoing Executive Committee must leave in the Branch treasury a sum presumably equal to at least all unpaid bills or other obligations for which that Executive Committee is responsible.

Article VII. NOMINATION AND ELECTION OF OFFICERS

Section 1. Nominations. Only Branch members in good standing are eligible for office. Nomination procedure in this Branch shall be as follows: Nominations may be made by a nominations special committee, by self-nomination, by third-party nomination with the consent of the nominee, or from the floor.

Section 2. Procedure. Election procedure in this Branch shall be as follows: The slate shall be presented to the membership and be elected by the membership by a voice vote or show of hands as a single slate, unless there is more than one candidate for an office, in which case election for all offices shall be by written ballot. If a written ballot vote is necessary, then the President shall appoint two tellers to receive and tally the ballots. The President shall declare elected the candidate who receives the majority of votes cast for that office.

Section 3. Elections and Installment. Election of Branch officers shall be held at or before the April meeting of the Branch in even-numbered years. Installation in office shall take place in May following the election. Officers shall assume their duties immediately after installation.

Section 4. Officer Vacancy. A vacancy in an officer position shall be filled per **Article IV, Section 4**.

Article VIII. DUTIES OF OFFICERS

Section 1. Duties. The duties of officers of this Branch shall be as set forth herein; and shall include any specific duties assigned to Branch officers by the League Bylaws.

Section 2. Records. The files and minute books of the Secretary and the account books and other records of the Treasurer constitute part of the permanent official records of this Branch. At the end of her term of office, each of the foregoing officers shall turn such files and records over to her successor for use. The Secretary in office is responsible for the safekeeping of the Branch records.

Section 3. President. The President shall have general and active control of the Branch's affairs and business, general supervision of its officers and perform all duties incident to the office of president and any other duties that may be prescribed by the Executive Committee from time to time. The President shall be responsible for scheduling of (*i.e.*, monthly from September of each year through May of the next year) and programming for (*i.e.*, topics and presenters) regular meetings of the membership. The President shall, when present, preside at all meetings of the Executive Committee and the members. The President shall present at each annual meeting of the members a report of the business of the Branch for the preceding fiscal year and shall periodically make reports of the Branch's business to the membership. The President shall have the authority to sign all contracts and other instruments on behalf of the Branch, except as the authority may be restricted by resolutions of the membership adopted from time to time.

Section 4. Vice President. The Vice President shall have the duties that the Executive Committee or the President may delegate to her from time to time. The Vice President shall assist the President with scheduling of and programming for regular meetings of the membership and shall be responsible for securing the venue of and presenter for regular meetings of the membership. In the absence of the President or her inability to act, the duties and powers of the office shall be performed and exercised by the Vice President. The Vice President shall perform any other duties that from time to time may be assigned by the Executive Committee or the President.

Section 5. Secretary. The Secretary shall have the responsibility for the preparation and maintenance of the notices and minutes of the membership meetings, the membership roster and other records and information required to be kept by the Branch and for authenticating records of the Branch. The Secretary shall maintain and all Colorado Secretary of State reports required of the Branch. The Secretary shall serve as the Membership Chair. The Secretary shall perform all duties usually incident to the office of the secretary, those duties specified in these Standing Rules, and other duties that may from time to time be delegated by the Executive Committee.

Section 6. Treasurer. The Treasurer shall have general supervision over the care and custody of the funds of the Branch and shall deposit the same or cause the same to be deposited in the name of the Branch in the financial institution that the Executive Committee may designate. The Treasurer shall keep or cause to be kept full and accurate accounts of all receipts and disbursements of the Branch and whenever required by the Executive Committee, shall render or cause to be rendered financial statements of the Branch. The Treasurer shall coordinate with the League and cause to be filed all state and federal tax returns and reports required of the Branch. The Treasurer shall be responsible for reporting to the League the Branch membership roster and remitting League membership dues in May of each fiscal year.

Article IX. COMMITTEES

Section 1. Standing Committees. This Branch shall have the following Standing Committees: Executive Committee.

Section 2. Ad Hoc Committees. Ad hoc committees may be formed that are determined to be necessary by the Executive Committee to carry out the business of the Branch. Chairs of any such committees shall be appointed by the President. Their term of office shall expire with the administration in which they are appointed. The duties of these committees shall be those

ordinarily pertaining to them, as well as any special duties assigned to them by this Branch. Non-limiting examples of ad hoc committees are Membership, Flash Fiction, or Poetry in the Schools.

Section 3. Special Committees. Special committees may be appointed for special purposes at any time. Chairs of such special committees shall be appointed by the President. Their term of office shall expire upon completion of the purpose for which the committee was created. Non-limiting examples of special committees are Nominations or Standing Rules Amendment.

Article X. AMENDMENTS

These Standing Rules may be amended at any regular meeting of this Branch, or at a special Branch meeting called for that purpose. Notice of any proposed change shall be sent to all members of the Branch not less than four weeks before the meeting. The Bylaws of this Branch must be consistent with the current League Bylaws, if so required therein.