

**OREGON CHRISTIAN WRITERS BYLAWS
2010**

ARTICLE I: NAME

The name of this nonprofit organization shall be the Oregon Association of Christian Writers, dba Oregon Christian Writers, hereinafter referred to as OCW. OCW is a not-for-profit 501(c)(6) corporation.

ARTICLE II: OBJECT OR PURPOSE

To reflect the truth of our faith and express our Christian values and worldview through our writing. To promote high standards and encourage a sense of spiritual responsibility in Christian writers.

**ARTICLE III:
MEMBERSHIP REQUIREMENTS**

1. Agree to the OCW Doctrinal Statement, which is based on the historic Statement of Faith below:

STATEMENT OF FAITH

The Apostles' Creed embodies the most ancient and generally accepted statement of faith to which we require the assent of all members.

“I believe in God, the Father almighty, Creator of heaven and earth. And in Jesus Christ, His only Son, our Lord, who was conceived of the Holy Spirit, born of the Virgin Mary, suffered under Pontius Pilate, was crucified, died, and was buried. He descended into hell; the third day He rose again from the dead; He ascended into heaven, sits at the right hand of God the Father almighty; from thence He shall come to judge the living and the dead. I believe in the Holy Spirit, the holy catholic* church, the communion of saints, the forgiveness of sins, the resurrection of the body, and life everlasting. Amen.” *universal

DOCTRINAL STATEMENT

The scriptural doctrines to which we require the assent of all applicants for membership are briefly stated in the following Articles of Faith:

- We believe in one God, existing in three persons: Father, Son, and Holy Spirit, coequal and eternal.
- We believe that man was created in innocence, but fell when Adam sinned and is totally unable to redeem himself.
- We believe in the perfect inspiration of the Holy Scriptures and believe them to be the absolutely authoritative and infallible word of God, without error in the original writings.
- We believe salvation has been provided only through our Lord Jesus Christ, who was born of the Virgin Mary, suffered and died for our sins upon the cross, rose from the dead, ascended to God's right hand, intercedes for us, and is coming again in power and great glory.
- We believe it is the responsibility of all who are saved to seek to win others to Christ.

We believe the very center of the previous five points of doctrine is our Lord Jesus Christ, and His commandment of love, meekness, and patience toward one another.

2. Submit the paper or online application with membership dues to OCW.

ARTICLE IV: OCW BOARD

Section 1. Composition:

The OCW Board shall consist of the following five (5) officers: President, Program Coordinator, Secretary, Treasurer, and Business Manager.

Section 2. Authority:

The OCW Board shall have full power and authority over the affairs of the corporation.

Section 3. Duties:

1. Transact all business of OCW and, when necessary, put items before the general membership for their vote.
2. Approve the minutes of board meetings.
3. Determine the venues, dates, and fees for the one-day conferences and the summer coaching conference.
4. Appoint the director of the summer coaching conference after receiving recommendations from the outgoing summer conference director.
5. With input from the summer conference director, may appoint an assistant summer conference director who is willing to assume the responsibility of summer conference director if necessary.
6. Oversee any effort undertaken to select a Helen Kelts (OCW's founder) Award winner, a Writer of the Year, or conduct any type of writing contest. The board shall appoint a committee comprised of three (3) members not currently holding an OCW office to formulate rules, receive nominations, and determine the winner(s). Each contest committee member shall be a current OCW member who is active in writing and publishing and has been in regular attendance at the one-day conferences. At least one (1) of the three (3) contest committee members shall have previously held an elected or board-appointed office.
7. Design an Application Form that includes the Statement of Faith and Doctrinal Statement found in the bylaws and make it available to prospective members.
8. Recognize and welcome all new members at general business meetings.
9. Perform such other duties as may be directed by OCW.

Section 4. Meetings:

OCW Board meetings shall be open to all members.

ARTICLE V: OFFICERS

Per Article IV, Section 1, the OCW Board, also referred to as the board, is comprised of the following five (5) voting officers: President, Program Coordinator, Secretary, Treasurer, and Business Manager.

The board may include non-voting board-appointed officers, e.g. the Summer Conference Director, Webmaster, and Newsletter Editor.

Appointed positions (e.g., Publicist) can be created and eliminated at the board's discretion and according to OCW's needs.

Section 1. Officers/Titles. The following four (4) officers shall be elected by the general membership: President, Program Coordinator, Secretary, and Treasurer.

The board shall appoint a Business Manager, who becomes a voting board member. The other four Board members will evaluate the Business Manager's performance annually without the Business Manager present.

The following non-voting officers shall be appointed by the board and serve under its direction: Webmaster, Newsletter Editor, and Summer Conference Director. These appointed officers may receive financial compensation based on the workload of each position.

Section 2. Eligibility. Each elected or board-appointed officer shall be a member of OCW who is active in writing and publishing and is in regular attendance at the one-day conferences. The president shall have held at least one elected office prior to nomination for president.

Section 3. Term. The term of elected officers shall be for two (2) years. Elected officers may serve for a maximum of two (2) consecutive two-year terms in a particular office, and, if necessary, may remain until a successor is found. Appointed officers shall serve for one (1) year. Their service shall be reviewed annually by the board without the person present.

No officer shall hold more than one (1) elected or board-appointed office and one (1) additional appointed or support staff position at a given time.

Section 4. Voting/Attendance. The following five (5) officers are voting officers: President, Program Coordinator, Secretary, Treasurer, and Business Manager. Officers are expected to attend all board meetings and the three (3) one-day conferences. Occasional absences of any officer are excused.

If necessary, a tie-breaking vote of the board shall be sought by the President from any of the following, in this order: the current summer conference director, a past president currently appointed to serve as an advisor to the board, or the immediate past president.

Section 5. Duties.

A. The President shall:

1. Be the chief executive officer and spokesperson for OCW.
2. Preside at OCW's one-day conferences and general business meetings.
3. Call board meetings, locate a meeting place, notify board members, prepare the agenda, and preside at meetings.
4. Act as coordinator of OCW's activities.
5. Appoint committees as necessary.
6. Have the option of appointing one or more advisors to the OCW Board. These advisors are to be past presidents of OCW.
7. Keep a master electronic and print copy of the current version of the OCW Constitution, Bylaws, and Procedural Handbook, and ensure that all officers are provided with a copy.
8. Write a column for OCW's newsletter.
9. Coordinate with the webmaster to update the OCW website.
10. Proofread and approve the news release prepared by the OCW publicist to advertise the one-day conferences.
11. Write thank-you notes to those from whom he or she has requested service for OCW.
12. Answer inquiries made about OCW, or direct them to the appropriate officer.
13. Submit a record of money expended for OCW business to the treasurer for reimbursement.

B. The Program Coordinator shall:

1. Invite keynote speakers and workshop presenters for OCW's one-day conferences. Keynote speakers should be scheduled at least one (1) year in advance; presenters at least three (3) or four (4) months in advance.
2. Provide speakers and presenters with OCW's speaker/teacher guidelines, and maintain contact regarding equipment needs and other specifics.
3. Coordinate lodging arrangements with the business manager if necessary.
4. Write an article (or articles) for the OCW newsletter to introduce the keynote speaker and teachers at the upcoming one-day conference, including descriptions of their workshops.
5. Prepare OCW's one-day conference schedule.
6. Introduce each speaker at OCW's one-day conferences and give a brief description of their sessions.
7. Present payment in a thank-you note to each keynote speaker and presenter.
8. Summarize one-day conference evaluations.
9. Preside at OCW's one-day conferences, general business meetings, and board meetings when the president is absent.
10. Automatically fill the office of president if the president is no longer able to serve.
11. Submit a record of money expended for OCW business to the treasurer for reimbursement.

C. The Secretary shall:

1. Record the proceedings of all OCW meetings and circulate a draft of minutes to the board for approval.
2. Make copies of the minutes available to all members of the board.
3. Send correspondence on behalf of OCW.
4. Write a brief, informational article about OCW events and board updates for OCW's newsletter.
5. Bring an appropriate number of printed copies of the OCW Bylaws and Constitution to the one-day conferences.
6. Have printed copies of the last general business meeting's minutes available at the one-day conferences.
7. Keep an electronic and print copy of the current version of the OCW Constitution, Bylaws, and Procedural Handbook.
8. Record Bylaws, Constitution, and board procedure changes and amendments once voted on and approved by the board and the general membership.
9. Attend summer conference planning meetings and record the proceedings of such meetings.
10. Make copies of the summer conference minutes available to all members of the summer conference team and to the OCW Board.
11. Submit a record of money expended for OCW business to the treasurer for reimbursement.

D. The Treasurer shall:

1. Assist the business manager with registration for all conferences, including the collection of dues and fees, assisted by other officers and volunteers.
2. Write all checks as directed by the board, president, summer conference director, and business manager. Provide honoraria checks to the program coordinator and summer conference director for dispersal at conferences.
3. Pay for OCW's expenditures for all conferences, and other expenses.
4. Keep a record of the checking, savings, and timed accounts, deposits, checks, fees, and expenditures to remit every thirty (30) days to the board-designated accountant/tax service. The accountant will prepare and file the required State of Oregon and IRS tax forms.
5. Outgoing treasurer must be available to work with accountants on tax forms due February 15 of the next calendar year.
6. In conjunction with the business manager, update all insurance, registrations and matters on behalf of OCW to comply with all insurance and tax-related requirements.

7. Report the state of OCW finances at all board and general business meetings.
8. Write an article about OCW's financial status for the newsletter.

E. The Business Manager shall:

1. Maintain the official OCW mailing address.
2. Coordinate OCW involvement (or represent OCW) in all business dealings, such as signing contracts for venues and for printing and mailing the newsletter.
3. Work with and/or serve as OCW facility liaison at all venues. Supervise signage for one-day conferences.
4. Coordinate registration for all one-day conferences and work with (or as) registrar for the summer conference.
5. Provide all elected and appointed officers with an updated electronic roster of current members as needed.
6. Oversee counting of money at all events with the assistance of at least one other person.
7. See that all deposits to the bank accounts are made and communicate that information to the treasurer and accountant, including the allocation of the sources of those funds.
8. Make approved purchases using the bank-issued corporate credit card.
9. Be a designated signer on all bank accounts, but exercise that power only with the approval of the president and/or treasurer, the other two signers on the corporate account.
10. Maintain membership database and mailing list from which to send e-mails and direct mail at the direction of the president and/or summer conference director and for mailing the newsletter.
11. Secure a printer to produce the three (3) newsletters annually and a bulk-mailing service to send them to members and other interested parties.
12. Provide the accountant and treasurer with allocation information and documentation regarding charges on the corporate credit card.
13. Submit a record of money expended for OCW business to the Treasurer for reimbursement.

F. The Newsletter Editor shall:

1. Compile, edit, and oversee, with help from officers as needed, the production of three (3) newsletters a year for the Winter, Spring, and Fall one-day conferences according to the board-approved procedures outlined in the "Timeline and Schedule for OCW Newsletter Production."
2. Have the option of working with other volunteers to produce the newsletter.
3. Provide the president with a final electronic copy of the newsletter for approval before it is submitted to the printer.
4. Schedule the newsletter to arrive in members' homes four (4) to six (6) weeks in advance of one-day conferences.
5. Provide the board officers with a final electronic copy of the newsletter as soon as it has been submitted to the printer, and provide a color version to the webmaster (along with the related Word documents) for updating the OCW website.
6. Regularly receive input from the board regarding the vision, content, and design of the newsletter.
7. Submit a record of money expended for OCW business to the treasurer for reimbursement.

G. The Summer Conference Director shall:

1. Determine the dates, venue, tuition, and keynoter(s) for the summer conference, with input and approval from the OCW Board.
2. Submit a summer conference budget to the OCW Board for approval at least six (6) months prior to the event.
3. Appoint a Summer Conference Assistant Director and committee members to work in areas such as: Publicity, Coaches' Coordinator, Workshops Coordinator, Agents and Publishers' Liaison, Registrar, Worship and Entertainment, Housing, Hospitality, Equipment, and Bookstore. Board members will serve as needed at the Summer Conference Director's discretion.
4. Write a regular summer conference update column for OCW's newsletter.

5. Promote and coordinate the advertising of the Summer Coaching Conference during the OCW general business meetings at the three (3) one-day conferences and at other writing-related conferences and events.
6. Coordinate and oversee the work of all summer conference staff members until the conclusion of the conference, including a review of the conference following the event.
7. Provide the board with a final electronic copy of all summer conference materials for approval prior to publication.
8. Submit a record of money expended for OCW business to the treasurer for reimbursement.

H. The Webmaster shall:

1. Renew the domain name and website host prior to expiration.
2. Design the website pages and determine the layout of the website with board input, such as links to websites, graphics, page ideas, and text.
3. Monitor and maintain the website, taking care to keep its content current, fresh, appropriate, and safe.
4. Act as a conduit between the members and the website.
5. Create and manage applicable e-mail addresses for board and staff members.
6. Facilitate online registration for conferences and memberships.
7. Submit a record of money expended for OCW business to the treasurer for reimbursement.

I. Each elected and board-appointed officer, summer conference staff member, and other support personnel shall:

1. Provide electronic and print transfer-of-information materials and files to their successor within thirty (30) days after vacating their position.
2. If their successor is not yet determined, they shall give their transfer-of-information materials and files to the president, business manager, or the summer conference director, as appropriate.

**ARTICLE VI:
NOMINATIONS AND ELECTIONS**

Section 1. Nominating Committee:

A. A nominating committee comprised of three (3) active OCW members not currently holding office shall be appointed by the president as early as the Winter one-day conference for the purpose of recruiting nominees for any of the four (4) elected officer positions to be vacated in October. The president shall determine the chairperson of the nominating committee.

B. When candidates for the office of president are being considered, a committee including at least one (1) past president shall be appointed by the chairperson of the nominating committee. This subcommittee shall interview presidential nominees to ascertain their suitability for the presidential office and report the conclusions to the chairperson of the nominating committee.

C. Duties:

1. Consider and research qualifications of active members eligible for office and interview potential candidates to determine their willingness and ability to serve.
2. Keep the president informed of its progress.
3. Submit at least one (1) name for each office to be filled.
4. Introduce nominees in the Fall newsletter and at the Fall general business meeting.

D. Nominations will also be accepted from the floor. Nominators should ascertain that nominees are qualified

and willing to serve.

Section 2. Elections

1. Regular elections shall be at the Fall general business meeting. If an officer vacates an office mid-term, an election shall be held at the next general business meeting as needed.
2. Elections shall be by written ballot for any office for which there is more than one (1) nominee.
3. Ballots shall be provided if needed.
4. A majority vote of the members present at the business meeting shall elect.
5. For an uncontested office, the president may declare the nominee elected.
6. Officers, with the exception of the treasurer, shall assume office immediately following the close of the Fall one-day conference. The treasurer shall assume office as soon as transfer of check signing is made at the bank and books are audited.

Section 3. Resignation of Officers

1. Should any officer feel he or she can no longer endorse the Constitution or Statement of Faith or is no longer able to carry out his/her responsibilities, he or she may submit a letter of resignation to the board.
2. The OCW Board will inform the membership it has accepted the letter of resignation.
3. If the president resigns, the program coordinator automatically assumes that office until the next one-day conference. He or she appoints a nominating committee (per Section 1. B. of this article) who places the name(s) of the nominee(s) for president for a vote before the membership at the next one-day conference.
4. If any other officer resigns, the president shall appoint a nominating committee who will place the name(s) of the nominee(s) for a vote before the membership at the next one-day conference.

ARTICLE VII: REMOVAL OF ELECTED OFFICERS

1. Any elected officer may be removed from office at any time during his or her term of office if all of the voting officers (excluding the one who is under consideration) concur that this action should be taken for such reasons as, but not limited to, the following:
 - a. misuse of OCW funds;
 - b. demonstrating a consistent pattern of public speech and conduct contrary to OCW's Statement of Faith;
 - c. material misrepresentation of OCW's purpose, mission, or Statement of Faith;
 - d. adopting a lifestyle that is inconsistent with biblical standards, such as blatant immorality or drug and alcohol abuse;
 - e. gross negligence of his or her duties as an officer;
 - f. involvement in any litigation that would impact that officer's ability to perform his or her duties;
 - g. consistent inability to work with other board members.
2. Because of the seriousness of this action, at least two former presidents will be invited into the process for counsel and prayer.
3. Recognizing gender and geographic differences, every attempt will be made to follow the guidelines of Matthew 18:15–17. The OCW Board will initiate the following steps:
 - a. An initial one-to-one contact with the officer in question will be made by another board member in hope of resolving the issue.
 - b. If the issue is not resolved, the concern will be brought to the rest of the board in executive session.

- c. The board will seek counsel from past presidents of OCW.
- d. A confidential meeting with the board member in question and at least two board-appointed representatives will be scheduled in an attempt resolve the issue.
- e. If no resolution is reached, the board will meet in executive session to prayerfully make its determination and notify the officer of its decision.
- f. If the decision is to dismiss the officer, he or she will be invited to submit a letter of resignation to be entered into the minutes as a simple resignation.
- g. The minutes will reflect that the board has accepted the letter of resignation.
- h. If the officer chooses not to submit a letter of resignation, the minutes will state that the person is no longer able to serve in that Board position.
- i. The board will appoint someone to fill that position until an election can be held.

ARTICLE VIII: DISBURSEMENT OF FUNDS

1. Any expenditure over fifty dollars (\$50) that is either unusual or infrequent and not covered in this article shall first be approved by the OCW Board. Even expenses of lesser amounts should be discussed with other members of the board.
2. Regular and necessary expenditures that are directly related to newsletter production and mailing, one-day conference honoraria/food/venue costs, and OCW's legal and accounting fees shall be discussed by the board and may be preauthorized as deemed necessary.
3. Summer conference expenditures are to be discussed with the summer conference staff and be approved by the summer conference director so they stay within the budget approved by the board.

ARTICLE IX: INDEMNIFICATION OF OFFICERS

1. OCW (Corporation) shall indemnify each of its officers and directors, whether or not then in office, against all reasonable expenses actually and necessarily incurred by said director or officer, in connection with the defense of any litigation to which he or she may have been made a party because he or she is or was a director or officer of the Corporation. He or she shall have no right to reimbursement, however, in relation to matters as to which he or she has been adjudged liable to the Corporation for negligence or misconduct in the performance of his or her duties. The right to indemnify for expenses shall also apply to expenses of suits that are compromised or settled if the court having jurisdiction of the action shall approve such settlement.
2. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director or officer may be entitled.

ARTICLE X: ONE-DAY CONFERENCES

1. OCW shall hold three (3) one-day conferences a year. These will be held in the Winter, Spring, and Fall in Salem, Eugene, and Portland. All members of OCW, as well as the general public, shall be notified via the newsletter and other means.
2. A general business meeting shall be held at each one-day conference.
3. Each one-day conference shall be opened with a prayer and a brief devotional.
4. All matters pertaining to OCW should be taken before God in prayer.
5. New members and first-time attendees shall be acknowledged at each one-day conference.

ARTICLE XI: DUES AND FEES

1. Dues and one-day conference fees will be set by the OCW Board and ratified by the OCW membership.
2. A membership shall begin upon receipt of dues. The annual membership fee is due October 1, at the beginning of the corporation's fiscal year. Dues may be prorated for those who join in the second half of the fiscal year.
3. One-day conference fees and the cost of lunch will be waived for speakers, workshop presenters, and worship leader(s) for that one-day conference. Other support personnel for a one-day conference may also be covered under this waiver.
4. There will be no annual membership dues, no fees, and no lunch cost for current voting board members at the one-day conferences. The annual membership dues and one-day conference fees shall be waived for one year after a voting officer leaves office.
5. Lifetime memberships may be awarded by the board to members for longtime service to OCW. There will be no annual membership dues, as well as no fees or lunch cost for lifetime members at one-day conferences.
6. At the president's discretion, with input from the board, annual membership dues may be waived for appointed officers: webmaster, newsletter editor, and summer conference director. They are not eligible to have their membership dues waived for one year after serving.
7. Scholarships to the annual summer conference, including tuition and lodging, may be given to the following voting and appointed officers in acknowledgement of their major year-round service and contribution to OCW: president, program coordinator, secretary, treasurer, business manager, newsletter editor, and webmaster.
8. The outgoing summer conference director will be allowed to attend one future OCW summer conference gratis.
9. The summer conference director, working within the guidelines and budget approved by the OCW Board, may award some full and/or partial summer conference scholarships to summer conference staff.
10. Honoraria for speakers and workshop leaders at OCW's three (3) one-day conferences shall be set by the OCW Board. Summer conference honoraria shall be determined by the summer conference director with oversight from the OCW Board.
11. A late fee may be charged to those who attend conferences without preregistering.

ARTICLE XII: SPECIAL ACTIONS

The board may:

1. Bestow a lifetime membership based on a member's service to OCW. Members may suggest potential lifetime member candidates to the board.
2. Sponsor activities to promote and improve writing among its membership when the board deems it advisable.
3. Sponsor an annual summer coaching conference when the board deems it advisable.
4. Support meetings of local groups if any are formed.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order* shall serve as a guideline for the proceedings of OCW in all cases to which they are applicable and in which they are consistent with these bylaws and any special rules adopted.

ARTICLE XIV: AMENDMENTS

These bylaws may be amended at any OCW general business meeting by a two-thirds vote of the members

present, provided notice of the proposed amendments has been given to the membership in writing thirty (30) days prior to the general business meeting.

ARTICLE XV: DISSOLUTION

In the event of the dissolution of OCW, the board, after paying or making provisions for payment of all liabilities of OCW, shall dispose of all assets by contributing them to the Salvation Army.