

2021

**BYLAWS OF THE
SOUTHWEST WRITERS WORKSHOP**

Hereby known as

SOUTHWEST WRITERS

3200 Carlisle Blvd., NE Suite #114
Albuquerque, NM 87110

**Amended
02 Oct 2021**

BYLAWS OF THE SOUTHWEST WRITERS WORKSHOP

ARTICLE I: Name

The name of this organization shall be Southwest Writers Workshop, doing business as SouthWest Writers (hereinafter referred to as "SWW"), with its headquarters at 3200 Carlisle Boulevard NE, Suite #114, or other such places as the SWW Board of Directors (the "Board") may designate.

ARTICLE II: Object

The object and purpose of SWW, organized as a non-profit corporation, shall be: to educate in the writing field; to stimulate interest in an appreciation for the art and craft of writing; to disseminate information concerning publishers, editors, and agents; to bring together authors, editors and other related professionals; to conduct such other activities as are appropriate to these objectives, all within the meaning of Section 501(C)(3) of the Internal Revenue Code.

ARTICLE III: Emblem and Logo

Section 1. The official emblem of the Southwest Writers is "SWW." The official logo is a fountain pen superimposed over the letters "SWW."

Section 2. The title "Southwest Writers," the emblem, and the logo shall be used only to promote or to stimulate interest in SWW. They may be used for commercial use by any member in good standing who has received written permission from the Board. They may not be used for the monetary gain of any individual member.

ARTICLE IV: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of SWW in all cases to which they are applicable and in which they are not inconsistent with the corporate charter, these bylaws, and any special rules of order that SWW may adopt. (See Article VIII. Section 6.)

ARTICLE V: Revision or Amendment of Bylaws

Section 1. Any SWW member in good standing may propose changes to these bylaws by submitting them to the Board in writing. The bylaws committee shall forward these changes to the board for consideration, with voting at the next regular Board meeting. The bylaws may be revised or amended by a two-thirds (2/3) approval by the Board and then, with at least thirty (30) days' notice to the membership, ratified by a two-thirds (2/3) of members voting at the SWW annual business meeting.

Section 2. Temporary (Emergency Proviso) In the event extenuating circumstances require action prior to the Annual Meeting to avoid adversely affecting the organization, temporary measures will become effective upon Board approval. Membership will be apprised immediately thereafter and a vote for ratification will be solicited at the next Annual Meeting.

ARTICLE VI: Policy and Procedures

Policy and procedures consistent with these bylaws and embodying additional provisions for the governance of SWW shall be considered official policy as long as they do not violate any federal, state or municipal laws and ordinances and are adopted by the Board. Such policy and procedures shall be kept at the SWW headquarters in a manual maintained by the Board.

ARTICLE VII: Meetings

Section 1. General Membership Meetings. There will be up to two general meetings each month open to the entire membership.

Section 2. Annual Business Meeting

A. Meeting. The annual business meeting shall be scheduled by the Board at least two months in advance, and held in conjunction with the October Saturday general membership meeting for the purpose of receiving reports and transacting such other business as may properly come before it. The official notice of the annual meeting shall be published in the September newsletter. (See Article XIII. Section 4. Sub-Section H.)

B. Quorum. A quorum shall consist of at least twenty-five (25) members or in the case of fewer than fifty (50) members on the rolls, at least 50% of the membership present or voting by electronic means.

C. Postponement. In an emergency, the Board may, by a majority vote, postpone an annual business meeting.

Section 3. Special Meetings. A special meeting of the membership may be called by the President or the Board and shall be called upon written request by at least twenty-five (25) members. The purpose of the meeting shall be stated in the call. At least three (3) days' notice shall be given.

Section 4. Electronic Meetings. The Board of Directors, Executive Committee, standing committees, and special committees are authorized to meet by telephone conference or through other electronic media so long as all the members may simultaneously hear each other and participate during the meeting.

Section 5. Educational Programs and Workshops. SWW shall hold educational programs at a time and place announced in the newsletter. Workshops may be held at times and places designated by the Board. The Board may postpone or cancel educational programs and workshops by a majority vote.

ARTICLE VIII: Members

Section 1. Classification. SWW shall have the following classes of members:

A. General. General membership shall be open to all persons interested in learning more about the craft of writing upon application and payment of fees or dues, or both. No person shall be denied membership because of race, color, gender, sexual orientation, age, religion, or national origin. All members in good standing shall be eligible for rights, privileges, and benefits that may be provided by the Board.

B. Honorary. Upon the signed recommendations of one Board member, seconded by another Board member, and approved by a three-fourths (3/4) vote of the Board by ballot, honorary life membership may be conferred upon an individual. An honorary membership has all the rights and privileges of general membership without the responsibility of dues for the lifetime of the recipient.

Section 2. Good Standing. A member in good standing shall be a person whose current dues and financial obligations to SWW have been paid, who promotes the purposes of SWW, according to the judgment of the Board, and who complies with these bylaws.

Section 3. Financial Obligations and Membership. A member who fails to meet financial obligations to SWW shall be subject to the loss of all privileges and membership.

Section 4. Reinstatement. A former member who forfeited membership for failure to meet financial obligations to SWW and applies for reinstatement shall be reinstated upon making written application, meeting financial obligations, and paying current dues.

Section 5. Disciplinary Action. Disciplinary action, which may be reprimand, suspension or expulsion, may be initiated at a Board meeting by a vote of three-fourths (3/4) of the Board. (See Article XIII. Section 5. Sub-Section E. and Article XV. Section 5. Sub-Section B.)

Section 6. Disciplinary Procedures. Only the Board in executive session may enforce disciplinary action, which includes reprimand, suspension or expulsion. The action shall follow the procedures set forth in the Parliamentary Authority. (See Article IV.) Recommendation for disciplinary action of any SWW member must be made in writing to the Board by any two (2) members in good standing. When a member of the Board is recommended for disciplinary action, said member shall have no vote in the proceedings. It is usually in the best interests of the organization first to make every effort to obtain a satisfactory solution of the matter quietly and informally. Mediation is recommended as a first step. Reinstatement of any suspended or expelled member shall be by a three-fourths (3/4) vote of the Board members. (See Article XIII. Section 5.)

ARTICLE IX: Finances

Section 1. Dues.

A. Annual dues and special dues rates shall be adopted after previous notice to the Board and a three-fourths (3/4) vote of the Board members at a regularly scheduled Board meeting, either via paper, electronic or telephonic means, and shall take effect at a date decided by the Board.

B. Dues shall be payable to SWW on the membership anniversary. Membership shall be delinquent and automatically forfeited if dues are not paid within thirty (30) days of the anniversary.

C. Dues of the members of the Board shall be waived during their terms on the Board. If a Board member does not serve the entire term in office, the dues shall be pro-rated in proportion to the time that member served on the Board.

Section 2. Fees. Workshop fees, conference fees, and fees for other services or merchandise provided by SWW shall be approved by the Board.

Section 3. Fund-raising Activities. SWW is permitted to undertake such fund-raising activities as are approved by the Board, provided those activities do not violate any applicable laws or ordinances.

Section 4. Budget.

A. In October the outgoing Board members will begin gathering information needed to prepare a proposed annual budget for the following year. All committee heads should submit budget recommendations for their areas to the Treasurer by November 1st. At least two weeks prior to the January Board meeting, members of both the outgoing and incoming Executive Boards will meet to examine and finalize the budget which will be

presented to the Board for approval at the January Board meeting. At that meeting the budget shall be adopted by a majority of the current year's Board members. (See Article XV. Section 5. Sub-Section C.)

B. Officers and committee chairs may spend money only within their budget, and do not have authority to borrow from one line item to pay for something in another line item without bringing it before the Board for approval. The officers and committee chairs shall keep the Board informed of their expenditures at the end of each calendar quarter.

Section 5. Audit. The financial records of SWW shall be subject to an annual internal audit every July by the audit committee. The Board may order other audits. All audit reports are approved by the Board and reported at the annual meeting.

Section 6. Fiscal Year. The fiscal year shall be from January 1 through December 31.

Section 7. Checks. Checks issued by SWW require two signatures by persons authorized to sign checks. Persons authorized to sign checks shall include the President, Vice-President, immediate Past President, Secretary, Treasurer and/or a Board member designated by the Executive Committee.

Section 8. Contracts. (See also *Policy and Procedure Manual: Contracts.*)

A. Any one person negotiating a contract on behalf of SWW must make it clear that he/she has no authority to bind SWW to any contractual agreement. All contracts must be approved by no less than three (3) Board members, including the President and one other Executive Committee member and excluding the individual submitting the contract. The approved contracts shall be signed by the President. If the President is unable to sign, then the contract shall be brought before the Board and shall be signed by a Board appointed delegate.

B. The contract shall be returned to the individual negotiating the contract within ten (10) days of submission, excluding weekends and holidays.

C. All contracts shall be signed in duplicate originals, and one original contract shall be given to the Secretary within the next ten days of execution, excluding weekends and holidays, who will keep the original in a secured location in the SWW office. Copies shall be kept by the President, Secretary, and those parties negotiating the contracts.

ARTICLE X: Compensation

Individual Services. No part of the net earnings of SWW shall inure to the benefit of, or be distributed to, any member, officer, or other private person except for services authorized by the

Board in advance. Regular and extraordinary operating expenses of SWW may be paid by authorization of the President or his or her delegate. Such delegation shall be made in writing for a specific purpose.

ARTICLE XI: Indemnification

The officers, employees, agents and servants of SWW shall be indemnified for any costs, expenses, or liabilities as a result of the performance of their duties as provided in the New Mexico Corporation Act and Related Statutes for Non-Profit Corporations and any amendment thereto.

ARTICLE XII: Dissolution

Section 1. Dissolution Determination. In the event the organization's membership falls to less than 40 members, and of the members less than 11 members are willing to serve on the Board, the President will call a special membership meeting to discuss dissolving the organization. The meeting time, place, and location will be announced a month in advance through the organizational newsletter and e-lert system.

A simple majority of the members physically present will determine whether the organization shall continue or be dissolved. This vote will not extend to electronic means as continuance of the organization requires members willing to actively participate in its mission.

Section 2. Distribution. In the event of dissolution of SWW, its property and assets shall be distributed as follows:

- A.** All liabilities and obligations of SWW shall be paid, satisfied, and discharged, or adequate provisions shall be made therefore.
- B.** Assets held by SWW upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements.
- C.** Tangible assets may be sold in order to satisfy remaining liabilities and obligations.

Section 2. Remaining Assets. Any remaining assets after distribution as set forth in Section 1 of this article shall be distributed under directions of the Board among non-profit charities or groups having purposes consistent with the objectives of SWW.

ARTICLE XIII: Board of Directors

Section 1. Composition. The Board shall consist of no fewer than eleven (11) and no more than fifteen (15) members.

Section 2. Eligibility. To be eligible for appointment to the Board a person shall be a member in good standing. To avoid conflict of interest, any person employed by or under contract to SWW may not be a member of the Board of Directors.

Section 3. Voting. Each member of the Board shall have one (1) vote on all issues brought before the Board that require a vote, except for the President or the presiding officer, who shall vote only on ballot votes or to make or break a tie.

A. A quorum of Board members must participate for a vote to be valid.

B. If an emergency issue needs to be voted upon between meetings, the President, or the Secretary, or both may take a vote by canvassing all the Board members in person, by mail, telephone, fax, or e-mail. A report of action taken, including the votes alongside the names of the voting Board members, shall be made a part of the minutes at the next regularly scheduled Board meeting.

C. No member shall vote on a question in which he has a direct personal or pecuniary interest not common to other members of the organization.

Section 4. Duties. The Board shall have full power and authority over all affairs of SWW during each fiscal year. Duties of the Board shall include but not be limited to the following:

A. Carry out the objectives and purposes of SWW.

B. Attend all regularly scheduled meetings of the Board and as many additional SWW activities as possible. Exception: As approved by the President, board members experiencing circumstances which preclude being physically present for board meetings may participate in some form electronically.

C. Rule on motions of policy and procedures of SWW and adopt rules of procedure that are not in conflict with the standing rules of these bylaws.

D. Take up such interim duties and special responsibilities as the Board deems necessary for the function of SWW.

E. Create such special committees as may be required to transact the business of SWW.

F. Approve the appointments of all standing and special committee chairs.

G. Recommend budgets, adopt the proposed annual budget as soon as possible in the first quarter of the fiscal year, transfer funds from within the budget, and authorize expenditures from the unallocated funds. (See Article IX. Section 4. Sub-Section A. and Article XV. Section 5. Sub-Section C.)

H. Determine the time and place for the annual business meeting. (See Article VII. Section 2. Sub-Section A.)

I. Fix the dues of SWW and determine all fees.

J. Report periodically to the membership in the newsletter.

K. Transact any and all such business as may properly come before the Board.

L. Elect to hire professional staff who shall carry out the policies and rules adopted by the Board and fulfill such other duties as may be assigned by the Board.

M. Fulfill such other duties as defined in these and other rules and procedures adopted by SWW.

N. Approve the SAGE editor appointed by the incoming President no later than the November Board meeting.

Section 5. Meetings.

A. Regular meetings of the Board shall be held at least once a month, at a time and place publicized in the newsletter.

B. Special meetings of the Board may be called by the President or by any officer upon the written request of any two Board members. At least a forty-eight (48) hour notice of the special meeting shall be given to the Board members.

C. The incoming and outgoing Executive Committee officers shall meet at least forty-five (45) days prior to the January Board meeting to approve the incoming President's nominees for chairs of the standing committees. (see Article XIV below).

D. Members of SWW may attend regular meetings of the Board as observers.

E. The Board shall act as an appeals committee to serve in a judiciary capacity for members submitting questions of controversy that have not been reconciled, and render a two-thirds (2/3) vote by ballot and inform the appealing member in writing that such decision shall stand as the decision of SWW. (See Article VIII. Sections 5. & 6.)

F. Quorum. For voting purposes, a quorum requires two-thirds of the members of the Board qualified to vote, including at least two (2) currently elected officers. Boardmembers eligible to vote who cannot be present should submit their vote ahead of time via electronic, telephonic, or paper means. Regarding Board members who aren't present and did not pre-vote, the Secretary will send the information on items needing a vote via email or phone and request they respond with their vote within 48 hours.

G. Missed Meetings. A member of the Board who misses more than two (2) consecutive regularly scheduled Board meetings without Board approval may be removed. If a member anticipates missing more than two (2) consecutive meetings, the member should consider resigning from the Board prior to the meetings in question.

Section 6. Vacancy. Any vacancy occurring on the Board except in an elected office shall be filled by a member appointed by the President, with the approval of the Board. Such appointees shall serve the unexpired term. (See Article XVI. Section 4.)

Section 7. Affidavit Requirement. Upon election or appointment to the Board and prior to sitting on the Board, members shall file an affidavit with the Board stating: "I have read and am familiar with the bylaws of SWW and consent to serve on the Board of Directors as prescribed in the bylaws for the term required, namely, from [date] to [date], or until my successor takes office" as provided in these bylaws. I agree to immediately disclose any potential conflict of interest and/or financial interest in any business that holds contracts with SWW."

ARTICLE XIV: Committees

Section 1. Composition.

A. There may be the following committees whose chair shall be a Board position: Budget and Finance, Public Relations, Membership, Strategic Planning, Audit, and Bylaws, Policies and Procedures.

B. There may be the following committees whose chair may be a Board position: Classes and Workshops, Conference, Contest (Annual), Contests (Others), Critique, Fundraising, Publications, Social Media, Scholarship, Volunteer, and Website.

C. There may be such other committees as the Board shall authorize to remain in effect throughout the current fiscal year.

D. The President shall appoint all committee chairs, subject to the approval of the Board. (See Article XVI. Section 5. Sub-Section B. Paragraph 3.)

E. Any Board member may chair more than one committee.

Section 2. Committee Chairs.

A. Standing and special committee chairs shall select members for their respective committees unless otherwise provided in these bylaws or designated by vote of the Board.

B. Standing committee chairs shall serve for a term corresponding to that of the officers, or until their successors have been chosen, unless the bylaws or other rules expressly provide.

C. Standing committee chairs shall prepare a proposed budget for approval by the Board.

D. All committee chairs shall be members in good standing or have this requirement waived by the Board.

Section 3. Ex-Officio Members.

A. The President shall be an ex-officio member of all committees except the nominating committee. (See Article XVI. Section 5. Sub-Section B. Paragraph 5.)

B. The chair of each committee shall be an ex-officio member of all subcommittees within the respective committee.

C. The president may appoint non-voting Advisory Board members of SWW to a committee with approval of the Board by two-thirds (2/3) vote.

Section 4. Standing Committees. (See *SWW Policy and Procedure Manual*.)

Section 5. Committees Mentioned Elsewhere.

A. Nominating Committee. (See Article XVII. Section 2.) **B. Executive Committee.** (See Article XV.)

ARTICLE XV: Executive Committee

Section 1. Composition.

A. The Executive Committee shall be composed of the officers described in Article XVI and elected during the previous year's annual meeting by the membership.

B. Immediate past officers of the Board, or other current board members may be appointed to the Executive Committee at the discretion of the President should one of the current Executive Committee members be unable to fulfill their duties.

C. The President shall be the chair of the Executive Committee.

Section 2. Meetings. Meetings of the Executive Committee shall be called by the President at times necessary to accomplish a specific task.

Section 3. Quorum. A quorum shall consist of at least three (3) members of the committee.

Section 4. Duties. The Executive Committee is commissioned by and responsible to the Board to function on behalf of the Board in matters of emergency and in interim periods between regularly scheduled Board meetings. All actions taken by the Executive Committee on behalf of the Board are contingent upon ratification and must be voted upon by the Board at its first subsequent meeting.

Section 5. Responsibilities.

A. To respond to the call of the President for emergency meetings to deal with special problems between regular Board meetings.

B. To function as the personnel committee by:

1. Serving as interview committee and consultant to the Board in the employment of professional staff.
2. Serving as appeals board in disputes with paid employees or contractors.
(See Article VIII. Section 5.)
3. Serving as review board for salary considerations for professional staff.

C. The outgoing Executive Committee, in conjunction with the newly elected officers, shall prepare a proposed annual budget. (See Article IX. Section 4. Sub-Section A. and Article XIII. Section 4. Sub-Section G.)

D. The Executive Committee shall have additional responsibilities as identified by the bylaws and as assigned to it by future action of the Board.

Article XVI: Officers

Section 1. Elected Officers. Elected officers (Executive Committee) of SWW shall be a President, a Vice President, a Secretary, and a Treasurer.

Section 2. Eligibility.

A. The office of President will be a two-year commitment. During the first year, the member will serve as President, and the second year will remain on the board in an

advisory/ support capacity as Past President. This process is designed to provide institutional memory for the organization.

B. To be confirmed for the office of President a person shall have been a member in good standing for no less than two (2) years immediately preceding the date of confirmation, and a member of the Board for at least one (1) year.

C. To be eligible for the office of Past President, a person shall have served as President for the year preceding the current year.

D. A person may be eligible for another two-year Presidential cycle one year after ending their term as Past President. When not on the Executive Committee, this person may still be appointed by the current President as a regular board member.

E. The office of Vice-President will be a one-year commitment. To be eligible for the office of Vice President a person shall have been a member in good standing for no less than one (1) year immediately preceding the date of nomination and shall have served one (1) year on the Board.

F. The office of Vice-President will be a one-year commitment. To be eligible for the office of Vice President a person shall have been a member in good standing for no less than one (1) year immediately preceding the date of nomination and shall have served one (1) year on the Board.

G. The Secretary and Treasurer shall be two-year commitments. They may be eligible to serve not more than two consecutive two-year terms in the same office. This requirement may be waived by a two-thirds (2/3) vote of the Board either via paper, electronic or telephonic means.

H. To be eligible for the office of Secretary a person shall have been a member in good standing for no less than one (1) year immediately preceding the date of nomination or have the requirement waived by the Board.

I. To be eligible for the office of Treasurer, a person shall have been a member in good standing for at least one (1) year preceding the date of nomination or have this requirement waived by the Board. The Treasurer should have an understanding of basic best business practices in order to direct and oversee the monetary responsibilities of the organization.

Section 4. Vacancy in Office. If a vacancy occurs in the office of the President, the Vice- President shall become President. The vacancy thus created in the office of the Vice-President, and any other vacancy, shall be filled by ballot vote of the Board. (See Article XIII. Section 6.)

Section 5. Duties of Officers. Officers shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, and the rules of procedures of the Board. Duties may be delegated, but the responsibility remains with the officer. Official records shall be turned over to their successors at least thirty (30) days prior to succession.

A. The Past President shall:

1. Chair some of the committees as requested by the President.
2. Provide a background and history of past SWW actions for Board members as the need for information arises.

B. The President shall:

1. Be the chief executive officer and official spokesperson of SWW and serve as the presiding officer over all meetings of the Board and meetings of the general membership.
2. Sign SWW contracts. If the President is unable to sign, then the contract shall be brought before the Board in a regular or special meeting and the contract shall be signed by a Board-appointed delegate.
3. Appoint the following, subject to approval of the Board: all standing committee chairs, except as otherwise provided in these bylaws, and all special committee chairs as the Board shall authorize. (See Article XIV. Section 1. Sub-Section D.)
4. Execute corporate business as specified by the Board and established policy.
5. Serve as ex-officio member of all committees except the nominating committee. (See Article XIV. Section 3. Sub-Section A.)
6. Coordinate all SWW activities.
7. Decide the outcome of a vote by the Board by making or breaking a tie.
8. Prepare, upon completion of the term served and no later than March 1, an annual report for publication in the subsequent April SWW newsletter.
9. Fulfill such other duties as may be assigned by the Board.

C. The Vice-President shall:

1. Preside in the absence of the President.
2. Be responsible for scheduling educational programs and workshops.
3. Assume the office of President if that office is vacated or the President is unable to serve prior to annual elections.
4. Assist the President in the operation of SWW.
5. Fulfill such other duties as may be assigned by the Board.
6. Work closely with the President in preparation for assuming that position the following year.

D. The Secretary shall:

1. Record and preserve the minutes of all meetings of the Board, the Executive Committee, and other official organization meetings, as deemed necessary by the Board.
2. Furnish a copy of the Board minutes and of the annual meeting to each member of the Board and to such other persons as may be directed by the President or the Board.
3. Furnish a copy of the minutes of the Executive Committee meetings to each member of that committee.

4. Manage official correspondence as designated by the Board and by established policy.
5. Keep Articles of Incorporation, official copies of minutes and all other important documents including all SWW contracts in the archives at the SWW headquarters.
6. Fulfill such other duties as may be assigned by the President or the Board.

E. The Treasurer shall:

1. Serve as custodian of all funds belonging to SWW.
2. Serve as chair of the budget and finance committee.
3. Submit a proposed annual budget to the Board at the January Board meeting.
4. Serve as the Board liaison to any hired agent acting as custodian of SWW's funds and ensure that this agent provides accurate written financial reports.
5. Supervise the hired agent's safe-keeping and maintenance of accurate financial records, which shall be open for inspection by any member, the member's agent or attorney.
6. Supervise the collection and disbursement of funds.
7. Prepare and submit to the new Board a biannual financial report to be published in the newsletter in the month preceding the annual meeting.
8. Prepare, upon completion of the fiscal year served in office and no later than February 1, the annual financial report for publication in the subsequent March newsletter or before.
9. Fulfill such other duties as may be assigned by the President or the Board.

ARTICLE XVII: Nominations and Elections

Section 1. Nominations. Nominations of elected officers shall be overseen by the nominating committee. Any member may submit names to the nominating committee.

Section 2. Nominating Committee. (See Article XIV. Section 5. Sub-Section A.)

A. Composition. The nominating committee shall be composed of three (3) members of SWW as appointed by the Board at the May Board meeting, one of which shall be a Board member.

B. Vacancy. If a vacancy occurs in the committee, the Board shall fill the position.

C. Duties. The nominating committee shall:

1. Seek out and recruit at least one eligible and qualified member in good standing for each SWW elected office to be filled by placing a call in the June and July SWW SAGE; verify the eligibility and qualifications of all candidates nominated

for elected offices. Notify eligible and qualified candidates and post a list of the candidates in the SWW office as they consent to serve.

a. If either the Treasurer or Secretary is unable to serve a second year for any reason, a new election will be facilitated during the next election period.)

2. Submit at least one (1) name for each elected office to the Board at the August Board meeting. The names, together with the summary of qualifications of each candidate, shall be published in September and October newsletters.

3. Announce nominations at the September and October meetings, and sent via electronic means to all members prior to the SWW Annual Meeting. Nominations will be closed thirty (30) days prior to the SWW Annual Meeting.

Section 3. Elections.

A. Voting shall be conducted as follows:

1. Electronic voting will commence twenty (20) days - and end five (5) days - prior to the SWW annual business Meeting.

2. In-person voting will take place during the Annual Meeting.

3. In the case of an apparent tie, a committee of three (3) members in good standing appointed by the President shall count the votes.

B. Officers shall be elected by a plurality vote. In the case of a tie vote, the Board members shall vote by ballot to determine the winner.

C. The results of the election will be announced at the October annual business meeting and in a newsletter following the annual meeting.

D. Any challenges to the election procedure or the results of the election must be filed in writing with the Board no later than thirty (30) days after the announcement of the results.

E. The Board shall have the authority to void the results of any election if it finds the election is invalid due to fraud, ineligibility of any of the candidates, or violation of these bylaws. In the event the Board voids the results of an election, the Board shall arrange for new nominations and arrange a new election by the membership and determine a reasonable time to conduct it.

F. Those duly elected shall take office on January 1, or immediately following the announcement of the results of any further election if one is held and the results are announced after January 1.