

(Updated and distributed in 2023)

TEXAS INSTITUTE OF LETTERS BY-LAWS (Approved 9/27/23)

Article I: Name, Location and Purpose

Section 1. The name of this organization shall be The Texas Institute of Letters.

Section 2. The Texas Institute of Letters is a non-profit arts-support organization within the state of Texas.

Section 3. The purpose of the Texas Institute of Letters shall be the stimulation of interest in Texas letters, the recognition of distinctive achievement in the field, and the promotion of fellowship among those especially interested in the literary and cultural development of the state.

Article II: Membership

Section 1. ATTAINMENT OF MEMBERSHIP: Membership to the Texas Institute of Letters is through nomination by two current active members. A nominee must then be approved by a vote of the Council during a regularly scheduled meeting and be approved by ballot of the membership at large. Nominees approved by the Council and the membership are invited to enjoy the privileges and assume the responsibilities of membership beginning with the first scheduled annual meeting following acceptance by the council and membership. Nominees must secure a four-fifths majority vote of the Council in attendance to be presented to the membership for approval. Present attendance at any council meeting can be in person or by conference call (via video or phone).

Section 2. QUALIFICATIONS FOR MEMBERSHIP: Members shall have been residents of Texas for at least two years at any time prior to nomination and have some substantial connection or affiliation with the state through their work. Members shall be practicing writers who have demonstrated substantial literary achievement in their genres— which can include fiction, nonfiction prose, poetry, journalism, history, playwriting, songwriting, screenwriting, or any other genre that springs from the written word. In rare instances, persons who are not practicing writers may be considered for membership.

Section 3. DUTIES AND RESPONSIBILITIES OF MEMBERSHIP: Members shall be assessed dues annually by the Council. Failure to pay dues shall be considered grounds for declaring a member “inactive.” Inactive members forfeit voting and nomination privileges and are removed from the mailing list. Active status is restored when current dues are paid. Members have individually one vote each to approve or to deny approval of: a slate of officers presented by the Council for approval through mailed, emailed, or electronic ballot; a slate of nominees for membership presented by the

Council for approval through mailed, emailed, or electronic ballot; plans for expenditures presented by the Council at the annual business meeting (normally held on the same day as the annual awards ceremony) for approval, with approval being shown by a majority vote of those active members present or by a majority of those returning ballots by mail, email, or other electronic means. Members will be expected to assume the duties of serving on judging panels or other committees as requested by the Council and are eligible for service on the Council and as officers.

Article III: Activities of the Texas Institute of Letters

Section 1. MEETINGS: The T.I.L. shall assemble in full at least once annually on a weekend during or near the first quarter of each year in order to provide its members an opportunity for fellowship to present its annual awards for literary achievement, and to gain membership approval of plans for expenditures.

Section 2. AWARDS: The T.I.L. Council shall perpetuate, establish, and set criteria for awards in various categories as it sees fit and will raise funds from donors to support such awards. Award categories shall include but are not necessarily limited to citations for merit in the writing of fiction, nonfiction, poetry, journalism, and book design.

Section 3. PROGRAMS: The Institute's Council may initiate and execute any programs, gatherings, assemblies, meetings, or committees designed to further the stated purpose of the Institute.

Article IV: Composition of the Governing Body

Section 1. The governing body of the T.I.L. shall be a Council composed of six officers (President, Vice-President, Secretary, Treasurer, Investment Officer, and Recording Secretary), and at least three but not more than eight councilors not holding office.

Section 2. Councilors are drawn from the membership at large and are invited to serve by the current slate of officers and voting councilors.

Section 3. The term of a councilor shall be two years, a year being measured from one annual meeting of the T.I.L. body to the next. A councilor may be reelected to a second two-year term, but following that he or she must, if not holding office, leave the Council for a minimum of two years in order to be eligible for reappointment as a councilor.

Section 4. Councilors of the T.I.L. shall serve their first two-year term before being eligible for nomination by other councilors for any officer's post.

Section 5. Each office of the T.I.L. will be held by any individual councilor for only one two-year term, unless the Council deems additional terms necessary. Normally, the Vice-

President will automatically be placed in nomination to succeed the outgoing President unless the Council otherwise indicates.

Section 6: Fellows of the Institute and councilors who have held the office of President of the T.I.L. shall be permitted to serve as ex-officio member in attendance to the Council. They have voting privileges only when present and must attend at their expense.

Article V: Functions of the Governing Body

Section 1. The Council shall meet at least twice yearly, once on or near the date of the annual awards ceremony and at a time and place selected by the President, and once during the third or fourth quarters of the year. At its spring meeting, the Council will select the place and date for the next annual meeting or appoint a committee to propose possible sites and dates, will select at least three judges and two alternates for each of the awards for the coming year, will receive for discussion and approval the secretary-treasurer's annual report. At its meeting in the third or fourth quarters of the year, the Council will consider proposed new members and determine a slate of such for presentation to the membership, shall induct individuals from the membership into the Council, and will transact any other business the Council deems necessary.

Section 2. The councilors shall serve without compensation but for expenses incurred for travel to and from council meetings or expenses incurred as a consequence of being a host for the meeting. The Treasurer will be permitted to compensate him or herself for any or all expenses incurred as a consequence of pursuing his responsibilities to the Council.

Section 3. The officers of the T.I.L. and councilors shall be responsible for organizing and presiding over the awards ceremony.

Section 4. The Council shall consider as suitable for its engagement any matter of business relating to pursuing the stated goals of the organization.

Section 5. The Council shall consider in its fall or winter meeting only those nominees for membership who have been recorded on a nominee agenda by the Vice-President or a duly appointed screening committee and presented to councilors prior to the meeting.

Section 6. The Council shall determine the appropriateness of any proposed or offered awards as well as reserve the right to determine the manner by which winners are selected.

Section 7. The Council may not conduct T.I.L. business without a quorum, with a least two-thirds of its officers and councilors present. Present attendance at any council meeting can be in person or by conference call (via video or phone).

Section 8. The Council may create a Fellow of the Institute through a nomination by a councilor, ex-officio member or another Fellow, but the nominee must receive a unanimous vote for approval.

Article VI: Duties of the Officers

Section 1. THE PRESIDENT shall preside over two annual awards ceremonies during the term of office, beginning during the year in which he or she assumes office.

During the ceremony held during the year he or she leaves office, the outgoing President shall formally yield the gavel to the incoming President. The President shall serve as spokesperson for the organization and be a liaison to media; assume responsibility for the planning and execution of the annual awards ceremony; determine and announce times and places for council meetings and prepare agenda; preside over business relating to the state purpose of the T.I.L., such as a Freedom of Speech and Writing Committee; be permitted to serve as an ex-officio member of the Council at his or her own expense on leaving office, with voting privileges when in attendance.

Section 2. THE VICE-PRESIDENT shall assist the president and assume the duties of the President in the event the President is unable to perform them; oversee the administration of the process by which nominees are considered for selection for membership; be responsible for drawing up and describing the slate of nominees to be presented to the membership for approval; assist the Secretary and Treasurer in publicizing awards or meetings.

Section 3. THE SECRETARY shall publicize annual awards by notifying publishers and media prior to the annual deadline for submission to such awards; notify the membership of time and place for programs, the annual meeting, or submission deadlines for awards.

Section 4. THE TREASURER shall collect dues from members and donations from Council-approved sources for funds in support of ongoing programs or awards; disburse funds from the treasury to councilors and officers for expenses rightfully incurred, or to vendors on Council approval; disburse funds from the treasury to individual winners of annual awards; provide once annually a report to the Council itemizing income and expenditures for the preceding year; submit an annual return to the Internal Revenue Service; hire on Council approval any or all legal or clerical help deemed necessary in fulfilling his or her responsibilities; and collect money submitted by members for tickets to the annual awards ceremony.

Section 5. The INVESTMENT OFFICER shall manage all investments in TIL endowments to make sure these funds are invested in a safe and optimal manner to produce the income and growth to fulfill the objectives of the endowments. The Investment Officer will work closely with the Treasurer to coordinate all financial activities related to the endowments.

Section 6. THE RECORDING SECRETARY shall take minutes of each council meeting and within ten days following each meeting shall compose and disseminate to other councilors and officers for approval copies of those minutes.

Article VII: Standard Authority

The rules contained in Robert's Rules of Order, Revised shall govern the Institute in all cases to which they are applicable and in which they are not inconsistent with these by-laws.

Article VIII. Amendments to By-laws

Amendments to these by-laws must be approved by a three-fourths majority of the Council voting in attendance and the members responding by postal ballot, voice vote taken during the annual business meeting, email ballot, or electronic ballot.