

# BYLAWS

## Capitol Crimes

*Raising professionalism and achieving equity among crime writers*

### ARTICLE I

#### **Name:**

The name of this organization shall be Capitol Crimes, the Sacramento Chapter of Sisters in Crime.

### ARTICLE II

#### **Mission:**

The mission of Sisters in Crime is to promote the professional development and advancement of women crime writers to achieve equality in the industry.

### ARTICLE III

#### **Membership:**

Membership is open to all persons worldwide who have a special interest in mystery writing and in furthering the purposes of Sisters in Crime, Inc., as defined in Article II.

**Section 1. PROFESSIONAL Membership.** A PROFESSIONAL member is a paid-up member of both Sisters in Crimes, Inc., and Capitol Crimes who is one of the following: an author pursuing a career in mystery writing, a bookseller, a publisher, a librarian, an editor, or one who has a business interest in promoting the purposes of Sisters in Crime, Inc., as defined in Article II.

**Section 2. ACTIVE Membership.** An ACTIVE member is a paid-up member of both Sisters in Crime, Inc., and Capitol Crimes who does not have a business interest in promoting the purposes of Sisters in Crime, Inc. This includes, but is not limited to, fans and readers.

**Section 3. HONORARY Membership.** An HONORARY member is a person who is elected as such by a 2/3rds majority vote of the chapter membership. No dues either at the parent SinC level or chapter level are required.

**Section 4. INSTITUTIONAL Membership.** An INSTITUTIONAL member is an organization such as an educational institution, business firm, or other group.

### ARTICLE IV

#### **General Management:**

**Section 1.** The general management, control and direction of the affairs, funds and property of Capitol Crimes shall be vested in its officers and Members-at-Large, also referred to as the

“Board” which will consist of officers, Members-at-Large and/or chairpersons of any standing committees.

**Section 2.** No part of the net earnings of Capitol Crimes shall inure to the benefit of any member, director or officer of the organization, or to any private individual, provided, however that reasonable compensation may be paid for services rendered to, or for, Capitol Crimes (subject to the provisions of Article VI).

**Section 3.** If there is a cash surplus at the end of the fiscal year, it shall be retained in the treasury of Capitol Crimes to be used to further the purposes of the organization.

**Section 4.** No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements) except as authorized under the Internal Revenue Code of 1954, as amended.

## ARTICLE V

### **The Board of Directors:**

**Section 1.** The Board of Capitol Crimes shall consist of the officers, including a President, co-Vice-Presidents, a Secretary, and a Treasurer; and up to five Members-at-Large. They shall be members of both Sisters in Crime, Inc. and Capitol Crimes. These officers **and Members-at-Large** shall constitute the Board. Each officer may serve two one-year elected consecutive terms in the same capacity. **Members-at-Large are elected to one year terms.**

Chapters shall make every effort to limit the terms to two continuous years for the President and Vice President positions for their chapter. However, if after an electronic polling of the membership reveals no new candidates for these roles, then a chapter may exceed the two-year rule. Any chapter exceeding the same member in the President/VP role for more than four years shall seek approval of the National Board.

In the event that a decision needs to be made quickly without time to poll the general members, the Executive Committee may make that decision. Votes, which may be collected by e-mail, shall be tabulated and recorded by the Secretary or other designated member if an election includes the incumbent secretary.

**Section 2.** The President shall preside at (or delegate a representative to) all membership meetings and call and preside at all meetings of the Board. The President sets goals and responsibilities, serves as ad hoc member of any standing committees, polls members on major decisions, keeps members informed, serves as group spokesperson, acts as liaison with other Sisters in Crime, Inc. chapters or related organizations, plans special events, and performs such other duties as the Board may from time to time determine.

**Section 3.** A Vice-President shall substitute for all or part of the above if the President is unable to fulfill her obligations, attend Board meetings, and may act as chairperson for a special event. One Vice-President shall serve as Program Chair; the other shall serve as Membership Chair. Their duties are delineated in Article VI, Section 1. 1) and 2) respectively.

**Section 4.** The Secretary shall take minutes at all general membership and Board meetings, handle correspondence in coordination with the President, keep a file of publications and publicity, and perform such other duties as may be directed by the Board.

**Section 5.** The Treasurer shall be responsible for all financial matters of Capitol Crimes, including the collection of dues and other income and payment of expenses, maintain bank account(s), keep accurate financial accounts, and prepare and submit a financial statement whenever the Board or general membership requests it. The Treasurer, or any person or persons designated by the Board, may make disbursements from the treasury as authorized by a majority vote of the Board and general membership.

**Section 6.** **Members-at-Large shall serve as-needed on special projects as defined and designated by the Board.**

**Section 7.** Should there be a vacancy in the Presidency at any time, a Vice-President shall succeed to the Presidency and shall serve until the next annual election unless determined otherwise.

**Section 8.** None of the officers or **Members-at-Large of the Board** will receive a salary or compensation for services rendered except for reasonable reimbursement of expenses incurred with their service on behalf of the organization.

**Section 9.** **IMPEACHMENT OF OFFICERS.** Officers can be impeached for dereliction of duty or malfeasance by a majority vote of the general membership, present or voting by proxy at a regularly or specially scheduled meeting with at least 10 days notice of the matter under consideration being sent to the membership. Impeachment includes (a) notifying the officer in writing of the charge(s) and by whom made, as well as filing said charge(s) with the Board, and (b) investigating the charge by a committee of members, none of whom is a member of the Board and chaired, if possible, by a former president or other officer of Capitol Crimes. The committee will be selected by a majority vote of the Board. Following the investigation of the charge(s), if a majority of the investigation committee votes to proceed, the committee will hold a hearing under circumstances that will give the accused officer(s) ample opportunity to present a defense. If the investigating committee recommends impeachment by a two-thirds vote, notification of the call for impeachment will be sent to all members together with a statement summarizing the recommendations of the investigating committee. The membership will vote on impeachment of the officer(s) at the next membership meeting after a full and open hearing of both sides.

## **ARTICLE VI**

### **Committees:**

**Section 1.** Standing Committees shall be established by the Board, as needed. Chairs of the Standing Committees shall be appointed by the Board. They may be selected from the officers, **Members-at-Large** or the membership. Chairs shall serve at the pleasure of the Board. They must be active members of the organization.

Standing committees and their chairs may include:

1) **A Membership Committee** to keep a computerized spreadsheet or list of all members including the payment of annual chapter dues with current contact information;

2) **A Program Committee** to work in conjunction with the chapter's President and/or Board to plan the chapter's monthly program meetings, workshops, speaker or author-support at book signing events;

3) **A Publicity/Media Committee** to submit chapter news to the parent SinC newsletter; write a chapter newsletter on an ad hoc basis, if desired; contact and respond to media inquiries; keep a record of member authors' published work; update information on the chapter website; maintain chapter information on social media websites.

**Section 2. Ad Hoc and Pro Tem Committees** shall be appointed by the President and/or Board, as needed.

## ARTICLE VII

### Meetings:

**Section 1.** Capitol Crimes shall meet at least once a month at a designated location or on another schedule as determined by the Board. Meetings shall be conducted in accordance with the parliamentary procedure prescribed by the current edition of Robert's Rules of Order or by any other generally accepted procedure agreed upon by the Board and announced to the members.

**Section 2.** Board meetings may be held when and where the Board determines, either in person, by proxy or by conference call or other media access. A quorum of at least 3/4ths of the elected officers **and Members-at-Large** must be present.

## ARTICLE VIII

### Elections and Nominations:

**Section 1.** Officer election will take place at the regular chapter meeting each October. The vote will be made by secret ballot or by a show of hands. An absentee ballot can be sent to members who are unable to make the meeting in order to vote by proxy. The deadline for returning the absentee ballot is at least one week before the election. Only fully paid-up members may vote. In the event of a tie, a run-off election will be held. Chapter governance will change hands the following July 1st.

**Section 2.** Nominations may be made by general members. Nominations should be suggested to the Board who will prepare a slate of nominees to be announced at the April meeting and in the chapter newsletter at least 10 days before the election.

## ARTICLE IX

### Dues:

**Section 1.** Every member shall pay chapter dues. The amount of chapter dues is determined by the Board. If a member joins in September or after, dues paid will cover the following year as well.

**Section 2.** An increase in dues may be proposed by the Board and voted on by a simple majority of the members present and voting at a regularly or specially scheduled meeting with at least 10 days' notice of the increase having been sent to all members.

**Section 3.** Members of Capitol Crimes are also required to be members of Sisters in Crime, Inc. The parent SinC's organizational dues are collected separately by the parent organization. Collection of these dues is not the responsibility of the chapter.

## **ARTICLE X**

### **Discipline:**

**Section 1.** NON-PAYMENT OF DUES. Chapter membership may be terminated if dues have not been paid by March 31st.

**Section 2.** MISCONDUCT. "Misconduct" is defined as conduct inimical or harmful to the purposes and/or good repute of Sisters in Crime, Inc. The Board may suspend or expel a member for misconduct, but may do so only after a full investigation has been made. The investigation shall include (a) written notification to the member of the charge and by whom made; (b) arrangement for a hearing, either before the Board or before a committee appointed by the Board; and (c) holding the hearing, in circumstances that will give the accused member ample opportunity to present a defense. If the hearing is before a committee, the committee may make a recommendation but the decision will be made by the Board. If the accused member is unavailable, or refuses to participate in the hearing, or makes unreasonable demands regarding the arrangement, the Board may proceed with the investigation, and act, without a hearing.

## **ARTICLE XI**

### **Bylaws and Amendments:**

**Section 1.** These bylaws shall constitute the bylaws pro tem of Capitol Crimes upon approval by the Board and shall continue as bylaws pro tem until amended and/or approved by a majority of the active membership at a regular meeting or by absentee ballot. Bylaws shall be distributed to the members of Capitol Crimes thirty (30) days prior to a chapter meeting, accompanied by an announcement that a vote on the bylaws will take place at that meeting. Absentee ballots may be sent to members upon request. Approval of the bylaws requires an affirmative vote of a majority of the members participating in the vote.

**Section 2.** Proposals to amend the bylaws must be authorized by the Board or be presented to the Secretary over the signature of 20 percent of the membership. To be effective, an amendment to the bylaws must be distributed to all members and follow the voting approval process outlined above.

**Section 3.** Actions without a meeting are acceptable when votes taken are by email or phone. Distribution of the amendment(s) must be made to all members in writing. Passage is confirmed by 20 percent of the membership

## **ARTICLE XII**

**Dissolution:**

**Section 1.** Capitol Crimes will be dissolved only after such proposal has been accepted by two-thirds (2/3) of the Board and notice has been distributed to the membership and to the parent SinC organization. Voting on the proposal shall take place at a monthly meeting or at a special meeting called by the Board. Such voting shall be done by the members in person or by proxy. Approval to dissolve the chapter requires a two thirds (2/3) affirmative vote by the members who participate in the voting.

**Section 2.** Upon dissolution of Capitol Crimes its property and assets shall be distributed as follows: (a) all liabilities and obligations of the chapter shall be paid, satisfied, and discharged, or adequate provision made hereafter; (b) assets held by the chapter requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements; and (c) any remaining assets shall be distributed among such tax-exempt institutions or charities whose purposes are in whole or in part compatible with those of Sisters in Crime, Inc. These institutions may be proposed by the Board but must be approved by a two-thirds (2/3) vote by those members present in person or by proxy at a special meeting held for the purpose.

**Section 3.** Information about the dissolution of the chapter will be posted to the chapter’s website and include the redirection of interested parties to the contact information available on the parent SinC website or to other nearby chapters. The website’s domain name will be maintained until its next annual cycle or for at least six months after dissolution at which time the website will be removed from the internet and the domain name returned to the public domicile.

**ARTICLE XIII**

**Rules of Procedure and Parliamentary Authority:**

**Section 1.** Any policies or procedures not contrary to law or to these bylaws may be approved or amended by a majority vote of the Board. A record of such policies and procedures will be kept by the Secretary or her designee. Notification of policy or procedural changes will be sent to members in the next regular mailing; announced at the next regular meeting; or published in the chapter’s newsletter.

**Section 2.** All meetings of Capitol Crimes and its Board will be conducted in accordance with the parliamentary procedures described in the current edition of Robert’s Rules of Order, or by another generally accepted procedure agreed upon by the Board and announced to the members.

**Certification**

Rae Franklin James, Acting Secretary of Capitol Crimes, certifies that the foregoing is a true and correct copy of the bylaws of the above-named organization, duly adopted by the Board of Directors upon approval of members on June 26, 2020.

I understand & agree this is a legal representation of my signature.

\_\_\_\_\_  
Rae Franklin James, Acting Secretary

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Date