

**BY-LAWS AND ARTICLES OF ORGANIZATION
OF THE D. H. LAWRENCE SOCIETY OF NORTH AMERICA**

ARTICLE I: NAME

The name of the society shall be the D. H. Lawrence Society of North America (acronym is DHLNSA).

ARTICLE II: PURPOSE

The D. H. Lawrence Society of North America is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. As a non-profit organization, the DHLNSA defines specific charitable and educational purposes as follows:

- 1) To encourage the study of the life and works of D. H. Lawrence;
- 2) To sponsor meetings, seminars, and conferences dealing with D. H. Lawrence;
- 3) To assist in whatever way possible in the preservation of such buildings throughout the world as are associated with D. H. Lawrence, particularly the Kiowa Ranch in New Mexico (entered in 2004 on the U. S. National Register of Historic Places as the result of a DHLNSA nomination);
- 4) To publish a newsletter at such intervals as the Society determines, which shall serve as a means of communication among the Society's members;
- 5) To undertake, from time to time, additional non-profit projects that will support the purposes of the Society as listed in 1-4 above.

ARTICLE III: MEMBERSHIP

- Section 1. **Classes of Membership**
The membership of the Society shall be composed of the subscribers to its by-laws on the date of its organization and such other persons as shall have been thereafter admitted to membership. The membership shall be classified as follows: members and student members.
- Section 2. **Eligibility**
- a) Member: Any person who is interested in furthering the purposes of the Society may become a member of the Society. (See Article IX for various dues categories.)
 - b) Student member: Any person enrolled as a student in an accredited post-secondary educational institution shall be eligible for student membership in the Society.
- Section 3. **Election**
Members shall be admitted to the Society upon payment of the appropriate membership fee as stated hereafter.
- Section 4. **Privileges**
Members in all classes of membership may attend the annual general meeting of the Society and participate in the proceedings of such meetings. Members in good standing in any class of membership shall be entitled to receive agendas of the annual general meetings, membership lists, current issues of the newsletter, and such other publications as may be authorized by the Executive Committee. Members in good standing in any class of membership shall be entitled to vote and to hold office in the Society.
- Section 5. **Official Address and Primary Contact**
The primary contact for the Society shall be the current President; the official address of the Society shall be the work address of the current President, which shall be posted on the DHLNSA website.

ARTICLE IV: OFFICERS

- Section 1. **Definition**
The Officers of the Society shall be the Past President, President, President-Elect, Newsletter Editor, Secretary, Webmaster/Directory Editor, and Treasurer. For the first two-year period only, the position of Past President shall be filled by an Honorary President who shall be elected at the organization meeting of the Society.
- Section 2. **President**
The President is the chief executive officer of the Society and presides at all meetings of the Society and of the Executive Committee (electronic and otherwise), serves as liaison to the Modern Language Association and other professional organizations, co-chairs annual MLA sessions, represents the Society to the public and to CCILC (see Article XI below), collaborates with the Webmaster on overall planning

- for (and coordinating of updates to) the Society website, and provides leadership for the Society in all of its activities.
- Section 3. **President-Elect**
The President-Elect, in addition to serving as requested by the President or by the Executive Committee, serves as Program Chair, issuing a call for papers and submitting timely proposals for DHLNSA annual sessions as an Allied Association of MLA. The President-Elect shall also supply the Webmaster with time-sensitive information about upcoming MLA sessions and calls for papers.
- Section 4. **Newsletter Editor**
The Newsletter Editor is responsible for collecting information and then publishing and distributing a newsletter to all members of the Society at least two times a year. The newsletter will be distributed electronically to members to reduce waste and Society expense. Starting in 2011, Society members who require a hardcopy of the newsletter will need to pay a small surcharge for postage and printing. Within one month of its publication, the most recent issue of the newsletter will be posted online as part of a continuous archive of past newsletters. The Newsletter Editor shall maintain past and current issues of the Newsletter online and notify the Webmaster when new issues have been posted.
- Section 5. **Secretary**
The Secretary keeps minutes of all meetings of the Executive Committee, reports to the newsletter on the Society's panels at the Modern Language Association convention each year, and collaborates with the Webmaster to maintain both online and hardcopy archives of the history, activities, and decisions of the Executive Committee and the membership.
- Section 6. **Treasurer**
The Treasurer, maintains the financial and banking records of the Society, sends out membership dues reminders via email in August and September, oversees the online account that allows for payment of dues and conference registration fees online, issues checks and deposits funds on behalf of the Society, and provides a one-page summary financial statement for the Executive Committee upon request (minimally once a year at the business meeting at MLA). The Treasurer ensures that the Society's non-profit tax-exempt status (501c) is maintained by filing a short tax return each April and supplying the Webmaster with an electronic copy of this return, along with the annual financial statement, to be posted on the Society's website. The Treasurer shall collaborate as needed with the Webmaster/Directory Editor to ensure current and accurate membership information in the online directory.
- Section 7. **Past President**
The Past President is responsible each year for soliciting nominations and conducting elections for Society officers and other positions on the Executive Committee and shall supply the Webmaster with election information and timely calls for nominations. The Past President may serve in additional ways as requested by the President or by the Executive Committee.
- Section 8. **Webmaster/Directory Editor**
The Webmaster/Directory Editor maintains the Society's webpages under the direction of the President. The Webmaster will ensure that the domain name "www.dhlsna.com" or "www.dhlsna.org" is renewed when necessary and will maintain and update the DHLNSA website as needed including the following: current officers/Executive Committee members; nomination and election announcements; online dues/conference registration payment pages; organizational information required by the IRS (such as current by-laws, an approved application for tax-exempt status, the annual tax return, and the most recent financial report); history pages; calls for papers on Lawrence, as well as information on upcoming Lawrence sessions at MLA and Lawrence conferences; award pages; an online, password-protected directory of current Society members; links to the Society newsletter archive; and a memorial list of past members, as well as such other links/pages of interest to Lawrence scholars as the Society may deem useful. The Webmaster depends on other Society officers as described above to keep the website current and accurate.

ARTICLE V: EXECUTIVE COMMITTEE

The affairs of the Society shall be managed by the Executive Committee which shall consist of the Past President, President, President-Elect, Newsletter Editor, Secretary, Treasurer, Webmaster/Directory Editor, and five members to be elected from among the members of the Society. In addition, the designated Director(s) (see Article XI) of an upcoming International D. H. Lawrence Conference shall have the option, if they so choose, to serve on the Executive Committee for the year preceding and the year following said Conference.

ARTICLE VI: SPECIAL COMMITTEES

The President, with the approval of the Executive Committee, shall appoint persons to chair special committees and designate the members of such committees. Special committees shall undertake such non-profit projects as the President and the Executive Committee shall request.

ARTICLE VII: ELECTION OF OFFICERS AND MEMBERS OF EXECUTIVE COMMITTEE

Section 1. Terms of Office

The term of office of the President shall be two years; as Past President, he or she shall continue as a member of the Executive Committee for an additional two years. The President-Elect shall be elected for a term of two years, and at the expiration of that term he or she shall succeed automatically to the office of President.

The Newsletter Editor, the Secretary, the Treasurer, and the Webmaster/Directory Editor shall be elected for periods of two years each; however, if they agree to continue to serve, unlike the President, they can serve multiple consecutive terms.

Of the five members to be elected to the Executive Committee, two shall be elected in even years and three in odd years. All terms are for two years.

If a vacancy in the membership of the Executive Committee occurs before the expiration of any member's term, the Executive Committee shall appoint another member to serve out the remaining term of such a member.

Section 2. Elections

Insofar as is possible, the election of the President-Elect and the Newsletter Editor will occur in even-numbered years, as will the election of the two Executive Committee Members whose terms have expired. The elections of the Treasurer, Webmaster/Directory Editor, and the Secretary will occur in odd-numbered years, as will the elections of the three Executive Committee Members whose terms have expired. If, however, an officer vacancy occurs in a staggered year, that position will simply be added to the immediately upcoming annual ballot, with the expectation that the elected official would attempt to serve a three-year term to re-establish the election schedule described above.

Presidents (present, elect, immediate past) are responsible for all Executive Committee nominations by whatever method they agree upon together each fall; they may, if they choose, solicit suggestions from other Executive Committee members. Once the presidents have provided nominees for candidacy and a majority of Executive Committee members have approved the slate, elections may proceed. Elections will be held by ballot in the fall of each year. All paid-up members of the Society are eligible to vote and to be nominated for offices or positions on the Executive Committee.

ARTICLE VIII: MEETINGS

General business meetings of the Society shall be held annually in conjunction with Modern Language Association (MLA) conventions and additionally in conjunction with international D. H. Lawrence conferences and other such conferences or at such time and place as the Executive Committee may from time to time determine.

ARTICLE IX: ANNUAL DUES

The Executive Committee shall recommend changes in the amount of the annual dues in the spring of the year previous to these changes going into effect, subject to approval by majority vote of the membership. Dues are to be paid online to the Society; an electronic receipt will automatically be provided to each member upon payment of dues; dues paid online will be deposited directly into the Society's account, with exchange rates being automatically calculated in the case of international payments. All dues shall be payable by the first day of September of each year for that academic year, and members shall be dropped from the membership roll at the end of one year's failure to pay the annual dues. Reduced membership dues shall be available to students as well as to anyone self-identifying as under-employed (this category may include but is not limited to independent scholars, full or part-time instructors in non-tenure-track positions, and the unemployed).

ARTICLE X: AMENDMENT OF THE BY-LAWS

Amendment of the By-Laws shall be made only upon recommendation of the Executive Committee and approval by a ballot of the general membership.

ARTICLE XI: INTERNATIONAL D. H. LAWRENCE CONFERENCES

The Society will collaborate with other Lawrence societies around the world in holding international Lawrence conferences at times and locations mutually agreed upon, preferably in sites of particular interest to Lawrence scholars. The Coordinating Committee for International Lawrence Conferences (CCILC), established at the Fifth International D. H. Lawrence Conference (held in Ottawa), proposed the following membership: ex-officio representatives from all duly constituted D. H. Lawrence Societies, a representative from the DHL Centre at Nottingham University, representatives from other active centers of Lawrence scholarship (from countries without formal DHL Societies), and four members at large. Minimally, the location of and directors for the immediately following International DHL Conference will be proposed and voted upon at the most recent International DHL Conference. Directors of upcoming international Lawrence conferences shall supply the DHLSNA Webmaster with links to conference websites.

ARTICLE XII: AWARDS

Section 1. The Society has two established awards, to be determined by majority vote of the Executive Committee and awarded every other year (if warranted) and minimally at every CCILC-authorized International D. H. Lawrence Conference:

- The Harry T. Moore Award for Lifetime Achievement in and Encouragement of Lawrence Studies, established in 1984;
- The Biennial Award to a Newly Published Scholar in Lawrence Studies, established in 2001.

The first has no monetary value, apart from occasional contributions toward travel expenses if Society funds are sufficient and if the award winner agrees to deliver a keynote address at the International DHL Conference at which the award is to be presented; the second has a total cash value of \$500. Both awards can be presented to two recipients simultaneously, if warranted.

Section 2. The Society has an honorary lectureship, The Mark Spilka Lecture, established in 2005. It has no monetary value, apart from occasional contributions toward travel expenses if Society funds are sufficient. The Mark Spilka Lecture is awarded only at CCILC-authorized International DHL Conferences and no less than once per decade.

Section 3. Additional awards and honors can be determined by the Executive Committee as needed.

ARTICLE XIII: DISBURSEMENT OF FUNDS UPON DISSOLUTION OF THE SOCIETY

In the event of the dissolution of the Society, its remaining assets would be donated to the Taos Community Foundation, specifically to aid the Friends of D. H. Lawrence Ranch Preservation Project; the Taos Community Foundation is a not-for-profit organization working with the Friends of D. H. Lawrence to restore and preserve the Lawrences' Kiowa Ranch north of Taos. The mailing address of this organization is 114 Des Gorges Lane, P.O. Box 1925, Taos, NM 87571; its online address is www.taoscf.org/. Taos Community Foundation is a 501(c)(3) organization meeting the public support test of IRS 509(a)(1).

If for any reason, the Taos Community Foundation no longer exists, remaining DHLSNA assets will go to a designated 501(c)(3) non-profit charitable organization that supports literary and educational purposes as close as possible to those of the DHLSNA, such organization to be determined by any remaining members of the DHLSNA Executive Committee.

By online vote of the full DHLSNA, the above became the official DHLSNA by-laws as of January 1, 2011.

Amended 20 April 2011 by the Executive Committee (on behalf of the whole DHLSNA) as requested by the IRS for approval of application for 501(c)(3) status adding the first paragraph in **ARTICLE II: PURPOSE** and correcting 501(c) to 501(c)(3) in the second paragraph of **ARTICLE XIII: DISBURSEMENT OF FUNDS UPON DISSOLUTION OF THE SOCIETY**.

Further amended by online vote of the full DHLSNA December 2011 to add the first two sentences of the 2nd paragraph of Section 2 of **ARTICLE VII: ELECTIONS**, describing the nomination process.

The above version took effect 1/1/2012.

Original DHLSNA By-Laws adopted 29 December 1975.