THE ROMANTIC NOVELISTS’ ASSOCIATION CONSTITUTION

Revised November 2020

1. Name & aims of the association

The name of the Association shall be The Romantic Novelists’ Association.

2. The aim of the Association shall be to raise the prestige of romantic authorship and generally to encourage and foster the writing of romantic works.

2.1 These aims include a commitment to raise the prestige of romantic

fiction and foster romantic authorship by authors from groups

historically under-represented within the publishing industry, and those writing characters from groups historically under-represented..

3. Membership

The Association shall consist of full members, associate members, probationary members, honorary life members.

3.1 Membership will be open to any author who meets the membership criteria and shall be inclusive of romantic fiction authors of all ethnicities, sexual orientations, gender identities, religions, disability and income backgrounds.

4. Eligibility

4.1. Full Membership

This carries full voting rights and shall be open to: –

Writers who have had published or had accepted for publication by a traditional publisher at least one work of romantic fiction of a minimum of 30,000 words in length, whether modern or historical, or one romantic serial. The term ‘traditional publisher’ here has the meaning set out below and the committee has absolute discretion to decide whether any given publisher falls within the meaning as defined: –

A publishing company which must be properly established as a bona fide business in an appropriate jurisdiction and have a significant number of recently published authors on its lists (normally ten) and/or a significant publishing track record, normally spanning at least two years. Its authors should receive royalties and the publisher must undertake professional editing of manuscripts, either in-house or subcontracted, at publisher’s expense. The author should bear no part of the cost of preproduction or processes, nor undertake tasks that relate to these, cover art or any commercial distribution tasks or costs (excluding book sales at author events such as signings or conferences). A requirement for an author to buy copies may be construed as an author contribution to the costs of publication. Breadth of distribution is desirable, as is a track record of appropriate expertise on the publisher’s part. The author should also not be limited by their publisher from seeking appropriate professional and legal advice in relation to their business, for example from a solicitor, literary agent or professional body.

and also

ii) Writers who have written and self-published at least one work of romantic fiction (each of a minimum of thirty thousand words). This work must have sold in excess of a minimum number of copies within any twelve month period. This minimum number will be set by the RNA committee.

The committee may require evidence in support of any application for independent membership.

The committee shall review the criteria for self-published membership of the association periodically. The committee may, after such a review, set and vary the threshold levels of the criteria

4.2. Associate Membership

This carries full voting rights and shall be open to individuals whose areas of professional interest are of relevance to the aims and membership of the association. This includes:

i) Publishing and book industry professionals, including publishers, editors, literary agents, booksellers, librarians, publicists, translators and book reviewers;

ii) Writers and professionals in other media, including producers, directors and writers in film, television, theatre and radio who can demonstrate a relevant body of work; and

iii) Such other persons who can, in the opinion of the Committee, provide specialised services or particular benefit to the Association.’

4.3. Probationary Membership

This does not carry any voting rights and shall be open to unpublished writers who shall submit each year for evaluation a suitable manuscript for the New Writers’ Scheme. The Committee may set and vary the maximum number of Probationary Members.

4.3.1. Probationers submitting a manuscript as aforesaid shall be entitled to be considered for the award for the Best New Romantic Writer of the Year.

4.3.2. The award for the Best New Romantic Writer of the Year shall be made to the best of those manuscripts submitted to the New Writers’ Scheme and accepted for publication.

4.3.3. No probationer may serve either as a director, officer or member of the Committee.

4.3.4. A probationer may apply for full membership on acceptance for publication of a romantic work as specified in paragraph 4.1. hereof.

4.3.5. When a probationer becomes eligible for full or associate membership she or he shall give written notice to the membership Secretary to that effect before being eligible to exercise the rights of full or associate membership as the case may be.

4.4. Honorary Life Membership

4.4.1. This may be offered by the Committee to any full member of not less than ten years standing who shall in the opinion of the Committee be deserving of such honour by reason of services rendered by that member to the Association, or for any other reason which the Committee deems sufficient and proper.

4.4.2. An honorary member shall pay no subscription and shall be entitled to all the privileges and benefits of membership save that he or she shall not be qualified to serve on the Committee.

4.5. Application for Membership

4.5.1. The acceptance or refusal to membership of a candidate shall be in the discretion of the Committee.

4.5.2. Every member shall be bound by and submit to the Constitution and any byelaws of the Association.

5. Subscriptions

5 1 The subscription for any category of membership shall be due on joining and shall be fixed by the Committee.

5.2. The Committee may cancel the membership of any member whose subscription is in arrears.

5.3. Subscriptions shall be payable annually on the anniversary of the date of joining.

6. President and Vice President

6.1. The Association shall have a President who shall be a full member to serve for a term of three years and who shall be eligible for re-election for as many further three-year terms as the Committee may decide. There may be such number of Vice Presidents as the Committee may decide from time to time drawn from the body of full or associate members.

6.2. The President may attend meetings of the Committee but shall not be eligible to stand for election to or serve on the Committee.

6.3. Vice Presidents shall be eligible to stand for election to and serve on the Committee subject to the provisions of paragraphs 9.3. and 9.4 hereof.

7. Officers

7.1. The officers of the Association shall be a Chairperson, and a Vice Chairperson, who shall be full members, a Treasurer, a Secretary, and, at the discretion of the Committee, a Deputy Treasurer.

7.2 The Chairperson, Vice-Chairperson and Treasurer will act as Directors of the company at any time when the association is legally established as a limited company.

7.3 The Secretary will act as Company Secretary at any time when the association is legally established as a limited company.

7.4. Any officer may retire by giving four weeks prior notice to the Secretary, and all shall retire at each Annual General Meeting, but shall be eligible for re-election at that meeting, subject to the requirements of section 8 herein

8. The Committee

8.1. The Committee consists of the above officers and not fewer than four and not more than eleven other full or associate members.

8.2. Any member of the Committee may retire by giving four weeks prior notice to the Secretary, and all shall retire at each Annual General Meeting, but shall be eligible for re-election at that meeting as stated below.

8.3. Any casual vacancy on the Committee or of any office, including that of Reporting Accountant, arising between Annual General Meetings may be filled by the Committee.

8.4. Any member who fails to attend three consecutive meetings of the Committee without giving a reason acceptable to it shall cease automatically to be a member of the Committee.

8.5. The quorum of the Committee shall be five. The chair shall be taken by the Chairperson or, if absent, the Vice Chairperson, or in the absence of both, by such member as the Committee may decide.

8.6. Committee meetings shall be held at least once a quarter.

8.7. Not less than fourteen days written or oral notice shall be given by the Secretary to members of the Committee of every meeting, but in an emergency at the discretion of the Chairperson and Secretary additional meetings may be called on not less than twenty-four hours’ notice.

8.8. Decisions at meetings of the Committee shall be made by a simple majority and in the event of equality of voting the Chairperson (or the acting Chairperson of that meeting) shall have a casting vote.

8.9. All the business of the Association, other than that directed by this Constitution or any byelaws made thereunder to be referred to in Annual General Meeting, shall be managed and conducted by the officers and members of the Committee. The Committee may co-opt up to three additional committee members as they deem necessary and appoint sub-committees to deal with specific matters.

8.10. The holding of office or membership of the Committee or any sub-committee shall not preclude entry for any of the awards for which such a member is eligible.

9. Election and Re-election of Committee

9.1. The officers and members of the Committee shall be proposed, seconded and elected at each Annual General Meeting.

9.2 Election of Officers

9.2.1 The Chairperson and Vice-Chairperson shall serve for one year and shall be eligible for re-election for two further one year terms.

9.2.2. Nominations for Chairperson and Vice-Chairperson must be approved by the outgoing Committee and the Chairperson and Vice-Chairperson shall be eligible only if he or she has served for at least one year as an officer or member of the Committee during the preceding five years.

9.2.3. The Honorary Secretary, Honorary Treasurer and any Deputy Treasurer shall each serve for a period of one year until the next Annual General Meeting when they shall retire from office but each shall be eligible for re-election from year to year for a total period not exceeding four consecutive years.

9.3 Committee members shall each serve for a period of one year until the next Annual General Meeting when they shall retire but all shall be eligible for re-election from year to year for a total period not exceeding eight consecutive years.

9.4. No elected officer, member or co-opted member of the Committee having previously served for the maximum period of eight years permitted as aforesaid shall be subsequently eligible for re-election to the Committee until twelve months have elapsed from the date of his or her retirement from the Committee.

9.5. Any casual vacancy on the Committee may be filled by the Committee, and any members so appointed shall retire at the following Annual General Meeting but shall be eligible as a candidate for election to the Committee at such Annual General Meeting. An incomplete or partial year of service on the Committee served by such appointee shall be ignored when calculating the maximum length of service permitted under paragraphs 9.2.1., 9.2.3. and 9.3 hereof.

9.6. A resolution in writing agreed by a simple majority of members of the Committee entitled to receive notice of a Committee meeting shall be as valid and effectual as if it had been passed at a Committee meeting duly convened and held. Such resolutions may be made via electronic communication methods. The Secretary shall retain a record of any such communications.

10. Powers of Committee

10.1. The Committee, in addition to the powers specifically conferred on it by the Constitution, shall be responsible for running the Association and shall have the control of the finances of the Association, and all such administrative powers as may be necessary for properly carrying out the objects of the Association in accordance with the Constitution and any byelaws made thereunder.

10.2. The Committee shall organise a competition for the Best Romantic Novel of the Year and any other competitions as may appear to it to be desirable to further the Association’s aims, and to appoint judges as required. The Committee may sub-divide the competition into categories and may make or vary the conditions of entry and eligibility for any of the awards as it thinks fit and expedient.

10.3. The Committee shall arrange meetings, lectures, discussions and organise social functions, and issue a journal, at present called Romance Matters, from time to time during the year.

10.4. The Committee shall have the power to ask for the resignation of a member. Any such demand for resignation shall be made in writing to the member and shall be approved by the Chairperson. Any such member may appeal against the demand for resignation such appeal to be exercisable by written notice to the Secretary within fourteen days of receipt of the said demand and such appeal shall be heard by the President, a member appointed by the Committee and a member appointed on behalf of the appellant. A simple majority of those present shall be required to confirm the resignation and if the resignation is not confirmed, the appellant shall be permitted to continue as a member.

10.5. The Committee shall procure that proper books of accounts are maintained with regard to all sums of money expended and received by or on behalf of the Association, and the same shall be recorded in a bank account and or a building society account opened in the name of the Association at an approved branch. The signatories to cheques and other instruments drawn on and directions to the bank and building society shall be signed by any two of the Chairperson, Vice-Chairperson, Treasurer, Deputy Treasurer and Secretary.

10.6. No action involving expenditure in the name of or on behalf of the Association shall be taken, and no undertakings which would commit the Association to expenditure or other liability shall be made without the prior authority of a resolution of the Committee.

10.7. The Committee shall have the power to make byelaws and policies for regulating and managing the conduct and affairs of the Association provided that the same are not inconsistent with the Constitution. Such byelaws shall be binding on all members.

11. Annual General Meeting

11.1. An Annual General Meeting shall be held by 31st July in every year.

11.2. The business of the Annual General Meeting shall include

11.2.1. to receive the reports of the Committee on the work and activities of the Association during the preceding year

11.2.2. to receive and consider the accounts of the Association for the preceding financial year

11.2.3. to consider and, if approved, sanction any alteration of the Constitution duly made in accordance with Clause 15

11.2.4. to elect officers and other members of the Committee

11.2.5. to appoint and remove a Reporting Accountant or to confirm that he or she remains in office

11.2.6. to deal with any special matter which the Committee desires to bring before the members and to receive suggestions from the members for consideration by the Committee.

11.3. Twenty one clear days notice of the date, time and venue of the Annual General Meeting shall be given to every member either in writing to their stated postal address or by appropriate electronic means for members who decline to receive postal communications.

12. Extraordinary General Meeting

May be convened at any time upon a resolution of the Committee or at the written and signed requisition of not fewer than twenty full or associate members of the Association. The requisition shall be served on the Secretary by recorded delivery and shall set out the business to be discussed and no other business shall be discussed at the meeting. If the Secretary does not give notice of the meeting pursuant to the requisition before the expiry of fourteen days from service of the requisition the requisitionists or any one of them on behalf of the others may give notice of the meeting.

13. Proceedings at Annual and Extraordinary General Meeting

13.1. The quorum shall be the number of persons present. The Chair shall be taken by the Chairperson or if absent the Vice Chairperson and, in the absence of both, by such member as the Committee shall decide.

13.2. Each full and associate member shall each have one vote on every resolution.

13.3. Voting shall be by a show of hands or any other method deemed suitable by the Committee. In the event of equality in voting at an Annual General Meeting the Chairperson (or acting Chairperson at that meeting) shall have a second or casting vote, but there shall be no second or casting vote on any resolution proposed at an Extraordinary General Meeting.

13.4. Non-members may not attend any general meeting of the Association except by invitation of a simple majority of the Committee. Non-members may attend any other meetings of the Association at the discretion of the Committee and on payment of any fee decided by the Committee.

14. Accounts and Income

14.1. The financial year of the Association shall end on 31st December in every year to which day the accounts shall be balanced and drawn.

14.2. As soon as is practicable after the end of the financial year, there shall be prepared a statement of the assets and liabilities of the Association at the end of the financial year, and a statement of income and expenditure during that year, which statement shall be certified by the Reporting Accountant not less than twenty-one days before the Annual General Meeting.

14.3. Copies of the certified statements of accounts shall be available at the Annual General Meeting to every member attending the Annual General Meeting.

14.4. The Reporting Accountant shall be a duly qualified accountant and shall not be a member of the Association. He or she shall be appointed by each Annual General Meeting and shall hold office until the end of the next Annual General Meeting.

15. Alterations to Constitution

No alterations to this Constitution shall be valid unless approved by a two-thirds majority of members voting, by sealed postal vote, secure electronic vote, or at an Annual General Meeting of the Association called in accordance with the above rules, the precise method of voting to be decided by the Committee.

16. Dissolution

16.1. The Association may be wound up on the recommendation of the Committee and by a resolution passed at a general meeting supported by two-thirds of the members present and voting.

16.2. The winding up shall take effect from the day when the resolution is passed and the Committee shall be responsible for the winding up of the assets and liabilities of the Association.

16.3. In the event of the Association being wound up or ceasing to function or exist for any reason whatsoever, any assets and funds remaining after the discharge of all debts and liabilities of the Association shall be assigned to such literary charity or charities as the Committee may decide, and any challenge trophies donated shall be returned to their donors.

17. Headings

Headings in this Constitution are for ease of reference only and shall not be taken into account in its interpretation.