

**Bylaws of Friendswood Republican Women
January 23, 2015**

Article I – Name and Address

The name of this organization shall be: Friendswood Republican Women

The Address of this organization shall be: The address of the incumbent president.

Article II – Objectives

The objectives of this organization shall be:

- *To promote an informed electorate through political education.
- *To increase the effectiveness of women in the cause of good government through active political participation.
- *To facilitate cooperation among Republican Women’s Clubs.
- *To foster loyalty to the Republican Party and to promote its principles, and candidates in all elections including non-partisan elections.
- *To work for the election of the Republican Party’s nominees.

Article III – Policy

Section 1. Candidate Endorsement:

This organization, its president, and its campaign activities chair shall not publicly endorse any candidate for public office in contested Republican primaries, runoff elections, or special elections and shall never do so in the name of the club.

Section 2. Working For a Candidate:

Individual members of this organization, with the exception of the President and Campaign Activities Chair, may work for any candidate of their choice in contested Republican primaries, but may not do so in the name of the club.

Section 3. Endorsement Exemption:

This article pertains only to contests between Republican candidates for public office. Officers of this organization who are candidates, or whose husband, or a member of her family are candidates, shall be exempt from this rule, but may not do so in the name of the club.

Section 4. Controversial Issues:

This organization and its officers shall not issue statements or pass resolutions on controversial issues in the name of the organization without first polling its members and obtaining a two-thirds (2/3) written vote of approval of the total membership.

Section 5. Lobbying

There shall be no lobbying with Legislators using the name of the Texas Federation of Republican Women by any federated local unit or any individual member without the express permission of the Board of Directors of the Texas Federation of Republican Women.

Article IV – Membership

Section 1. Eligibility:

Any woman believing in the philosophy of the Republican Party and in the objectives of this organization shall be eligible for membership. The objectives of the Friendswood Republican Women's Group (FRW) is to promote an informed electorate through political education; to increase the effectiveness of women in the cause of good government through active political participation; to facilitate cooperation among Republican Women's Clubs; to foster loyalty to the Republican Party; to promote its principles and candidates in all elections, including non-partisan ones; and to work for the election of the Republican Party's nominees.

Section 2. Active Member:

An Active Member is a woman who meets the eligibility requirements of this organization, is a registered voter, and pays the annual dues. She shall enjoy the full privileges of membership. A member shall be eligible to vote one meeting after the meeting at which her membership form and payment are received.

Section 3. Female Associate Members:

A Republican woman who is a regular member of another federated local unit and who wishes to support Friendswood Republican Women may be eligible for Associate membership upon payment of required dues. She cannot hold office, vote or be counted for the purpose of determining the number of delegates to National or State Federation meetings or conventions. As an associate member, she does not become a member of the State or National Federation.

Section 4. Male Associate Members:

A Republican man is eligible for Associate membership in Friendswood Republican Women upon payment of the required dues. He cannot hold office, have a voice, or vote, or be counted for the purpose of determining the number of delegates to National or State Federation meetings or conventions.

Section 5. Delegate Representation:

An active member may be counted in one local unit only for the purpose of delegate representation to Federation, State, and National Conventions and this will be the only local unit in which she may hold office. Her dues and name shall be submitted to the Texas Federation of Republican Women from this local unit only.

Section 6. Per Capita Dues:

This organization and its members shall be members of the Texas Federation of Republican Women and the National Federation of Republican Women shall support their objectives and policies, shall pay per capita dues, and the annual service charges of said organizations.

Section 7. Causes for Removal

No local unit shall publicly endorse or work for a known candidate of another party in a partisan or non-partisan race where a Republican is in the race. When more than one Republican is in a non-partisan or partisan race, no local unit, local unit president, or Campaign Activities Chair shall publicly endorse or work for any candidate in said race. If a local unit violates this policy, it shall be the responsibility of the TFRW Executive Committee to remove the local unit from the Federation.

Section 8. Dissolution

Upon dissolution of the club, the name and the assets shall be assigned to the TFRW. None of the assets shall be distributed to any member or officer of the organization.

Article V – Officers and Executive Board

Section 1. Officers:

The officers of this organization shall be President, Vice President for Membership, Vice President for Programs, Secretary, and Treasurer.

Section 2. Duties of Officers:

- (a) **The President** shall preside at all meetings of the organization (except the Nominating Committee) and the Executive Board, shall appoint chairs of all standing and special committees (except the Nominating Committee) with the approval of the Executive Board, shall appoint a parliamentarian, shall serve

ex officio as a member of all committees except the Nominating Committee, and shall have general supervision of the work of the organization.

- (b) **The Vice President for Membership** shall perform the duties of the President whenever the President is absent or otherwise unable to serve. She shall perform such other duties as the President or Executive Committee as the Board of Directors may designate. She shall be responsible for producing the annual membership directory and name badges for all members.
- (c) **The Vice President for Programs** shall perform the duties of the President whenever the President and Vice President for Membership are absent or otherwise unable to serve. She shall perform such other duties as the President or Executive Committee or as the Board of Directors may designate. She shall be responsible for coordinating the programs for each FRW meeting.
- (d) **The Secretary** shall keep a factual and unbiased record of the proceedings of all meetings of the organization and the Executive Board, shall prepare the correspondence of the organization, shall have custody of all records pertinent thereto, and shall perform such additional duties as may be required of the office.
- (e) **The Treasurer** shall receive and is custodian of all funds of the organization and shall pay all bills upon authorization by the President. The Treasurer shall keep an account of all monies received and disbursed and shall give a report at each regular meeting of the organization to the membership. She shall submit her financial records to the Financial Review committee for an end of year review no later than December 31. She shall be Chairman of the Finance Committee.

Section 3. Executive Board:

The Executive Board shall consist of the elected officers, the immediate Past President, who shall serve as advisor, the chairs of the Standing Committees, and the Parliamentarians who shall serve *ex officio* without vote. All officers and/or committee chairs shall be registered voters. A Nominating Committee shall be formed by volunteers, which shall not include any members of the Executive Board or any other Chair name herein. The Nominating Committee shall elect its own Chair.

Section 4. Duties of the Executive Board:

The Executive Board shall have the authority to transact any necessary business between meetings; to make recommendations as to the policies of the organization; to advise the President; and to fill vacancies that occur between elections by a two-thirds (2/3) vote of the Board members present and voting. The only exception would be if a

vacancy in the Presidency exists, in which case the Membership Vice President shall assume the office of President and the Executive Board shall elect a Membership Vice President as stated herein.

Section 5. Term of Office:

The term of office for officers and chairs shall be from January 1 through December 31 following their election or appointment, **or until their successors are elected**. There are no term limits.

Article VI – Meetings

Section 1. Annual Meeting:

The Annual Meeting of the organization shall be in August.

Section 2. Regular Meetings:

The regular meetings shall be held on the fourth Thursday of each month unless otherwise ordered by the Executive Board, provided that there shall be no less than five regular meetings per annum. No scheduled meetings in June, July, November, or December.

Section 3. Special Meetings:

Special meetings shall be held at the call of the President or upon the request of 20% of the members. The purpose of the meeting to be stated in the call and no other business shall be considered at the special meeting except that stated in the call of the meetings. Special meetings shall be called with at least 5 business days notice.

Section 4. Regular Meetings Executive Board:

Regular meetings of the Executive Board shall be held prior to the regular meeting at such time and place as may be determined by the President.

Section 5. Special Meetings Executive Board:

The President may call special meetings of the Executive Board or upon the request of a majority of the members of the Board; the purpose of the meeting to be stated in the call and no other business shall be transacted. Special meetings of the Executive Board shall be called with at least 3 business days notice.

Article VII – Dues

Section 1. Fiscal Year:

The fiscal year of this organization shall be from January 1 through December 31.

Section 2. Membership Dues:

The membership dues shall be \$15.00 above TFRW and NFRW dues each year, payable at the January meeting, and shall be delinquent by the March meeting. For those joining in August, September, or October, dues for the remainder of the year shall be \$20.00. These amounts include National and State Federation dues.

Section 3. Annual Service Charges:

This organization shall also pay the annual service charges required by the Texas Federation of Republican Women and the National Federation of Republican Women.

Article VIII – Nominations and Elections

Section 1. Nominating Committee:

A nominating committee of not less than three and not more than five, with at least three members not on the Executive Board, shall be elected by the membership at the August meeting. The Nominating Committee shall elect its chair from one of its own number and shall report one nominee for each office at the September meeting.

Section 2. Elections:

Elections shall be held at the October meeting, and nominations from the floor shall be allowed. Prior consent of the nominee shall be obtained. Where there is only one candidate for an office, election may be by voice vote. Where there is more than one candidate for an office, election shall be by ballot. A plurality vote shall elect. There shall be no absentee or proxy voting. All voting members shall have joined at least one month prior to voting.

Section 3. Installation:

Officers shall be installed at the January meeting.

Article IX – Committees

Section 1. Standing Committees:

The Standing Committees for Friendswood Republican Women will be Legislation, Campaign Activities, Voter Registration, and PAC Treasurer.

Section 2. Standing Committees Duties:

The standing committees shall outline programs for action, in their respective fields, for consideration and adoption by the Executive Board and shall carry out such other duties as may be prescribed by the Executive Board.

Section 3. Special Committees Inclusion:

The special committees shall include: Financial Review, Nominations, By-Laws, and Finance. Other special committees may be appointed by the President and/or the Executive Board, as deemed advisable.

Section 4. Special Committees Duties:

The special committees shall outline programs in their respective fields for consideration and adoption by the Executive Board. These committees shall be formed only for the duration of their service.

Section 5. Finance Committee:

The President, Vice Presidents, Secretary, Treasurer, and Chairman of the Finance Committee shall serve as members of this committee. The Finance Committee shall draw up a projected budget for each fiscal year and submit it to the membership for approval.

Section 6. Financial Review Committee:

The Financial Committee shall review the books by March 31 of the fiscal year and shall submit its report to the Executive Board prior to the regular meeting in April. The Treasurer shall be the Chair of the Financial Review committee. The PAC Treasurer shall also be present at the meetings of the Financial Review committee.

Section 7. All Committees:

All committees shall report to the local unit at the regular meetings or as requested by the President.

Section 8. Political Action Committee:

The Friendswood Republican Women Political Action Committee Chairman shall serve as treasurer of the fund. She shall work closely with the Treasurer to ensure adequate records are available as required by the Texas Ethics Commission (TEC) and Texas Election laws, and shall file all reports as required in a timely manner. She shall be registered with the TEC.

Article X – Representation

Section 1. Biennial State Convention Representation:

One delegate and one alternate for each ten (10) members and an additional delegate and alternate for a remainder of six to nine members may represent this organization at the Biennial State Convention. Delegates and alternates to the convention of the Texas Federation of Republican Women shall be elected at the September meeting.

Section 2. Biennial National Convention Representation:

This organization may be represented at the Biennial National Convention by one delegate and one alternate. The delegate and alternate to the National Federation of Republican Women Convention shall be elected at the June meeting.

Article XI – Quorum

Section 1. Quorum for Regular Meeting:

A quorum for a meeting of this organization shall be 15% of the members.

Section 2. Quorum for Board of Directors:

A quorum for a meeting of the Executive Board shall be a majority of the Executive Board.

Article XII – Parliamentary Authority

Robert's Rules of Order, Newly Revised, or the latest edition thereof, shall govern all proceedings except where inconsistent with the Bylaws of this organization and those of the Texas Federation of Republican Women and of the National Federation of Republican Women.

Article XIII – Amendments

These bylaws may be amended by a two-thirds (2/3) vote of the active members present and voting at any regular meeting of this organization or adjourned session thereof provided notice of the proposed amendment has been given in writing to all members at least fourteen (14) days prior to the meeting.



Bylaws Acknowledgement

Club Name: _____ Friendswood RW _____ Date: _____ 01-23-15 _____

Club Contact Name: _____ Kathy Rogers _____

Club Contact Email: _____ krogers@classwide.com _____

_____ Your club's bylaws have been approved. Thank you

_____ We need additional information before we can approve your bylaws:

__XXX__ The following areas must be addressed before we can approve your bylaws:

1).

Article V – Officers and Executive Board

Section 5. Term of Office:

The term of office for officers and chairs shall be from January 1 through December 31 following their election or appointment, **or until their successors are elected**. There are no term limits.

The language in red is required to be inserted, thus no vote of the club is necessary to make the correction. An explanation was printed in the November, 2013, TFRW President's Newsletter. If you haven't seen the article and would like to read it, just email me and I will forward it to you.

2).

Article VI – Meetings

Section 3. Special Meetings:

Special meetings shall be held at the call of the President or upon the request of 20% of the members. The purpose of the meeting to be stated in the call and no other business shall be considered at the special meeting except that stated in the call of the meetings.

Section 5. Special Meetings Executive Board:

The President may call special meetings of the Executive Board or upon the request of a majority of the members of the Board; the purpose of the meeting to be stated in the call and no other business shall be transacted.

Both of these sections are missing the same required element: the number of days notice that must be given to call a special meeting. It can be any reasonable number that works for your club, and does not have to be the same number in both sections. Many clubs use 3, 5 or 7 days.

Other Notes:

Overall your bylaws are in really good shape Nice work.