

*Sample* [Items in brackets and/or italics are information to help decide what information to use.]

**Bylaws of the [Name of Club]  
Date [Insert date]**

**ARTICLE I - NAME**

The name of this organization shall be: *[Insert name to be given to organization]*.

*[NFRW Bylaws require that the word "Republican" be included in the name of a local club and prohibits the use of the word Federation in the name of a club. However, the word Federated may be used.]*

The address of this organization shall be that of the incumbent president or a club PO Box.

**ARTICLE II – OBJECTIVES**

The objectives of this organization shall be:

- To work for the election of the Republican Party's nominees.
- 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 local 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.

**ARTICLE III - POLICY**

**Section 1. Organization Membership:** 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, and shall pay per capita dues and the annual service charges to said organizations.

**Section 2. Candidate Endorsement:** This organization, its president, and its campaign activities chairman shall not publicly endorse any candidate for public office in contested Republican primaries, runoff elections, and special elections, and/or non-partisan elections when more than one Republican is in the race. Individual members of this organization, with the exception of the President and Campaign Activities Chairman, may work for any candidate of their choice in contested Republican primaries but not in the name of the organization.

**Section 3. Candidate Endorsement Exemption:** This article pertains only to contests between Republican candidates for public office. An officer of this organization who is a candidate, or whose husband, or another family member, is a candidate shall be exempt from this rule, but may not endorse in the name of the organization.

**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 club or any individual

member without the express permission of the Board of Directors of the Texas Federation of Republican Women.

**Section 6. Fiscal Year:** The fiscal year of this organization shall be from January 1 through December 31.

#### **ARTICLE IV - MEMBERSHIP**

##### **Section 1.** Eligibility:

- A. Any woman believing in the philosophy of the Republican Party and in the objectives of this organization shall be eligible for membership. *[A local club shall not require that eligibility be based on sponsorship or election.]*
- B. She shall be a registered voter.
- C. *[Required to state when a new member is eligible to vote, i.e., "Dues must be paid for at least one month and at least one meeting must be attended prior to the privilege of voting."]*

##### **Section 2.** **Classification of Membership** *[other than "Active" (required), pick those to include]*

- A. **Active** – any woman who believes in the philosophy of the Republican Party and the objectives of the local club and who pays the required annual dues is classified as an active member. An active member may be counted in only one local club 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 her primary local unit only.
- B. **Active/Supporting** – any woman who believes in the philosophy of the Republican Party and the objectives of the local club and who pays the required annual dues but who is unable to participate fully as does an Active Member, is classified as an Active/Supporting member. Her name, address, and telephone number shall be furnished to the Texas Federation of Republican Women headquarters, and her per capita dues to the Texas Federation of Republican Women and the National Federation of Republican Women shall be paid. She shall enjoy all the privileges of an active member.
- C. **Associate** - A Republican Woman who is a regular member of a federated local club and who wishes to support another local club may be eligible for Associate membership upon payment of required dues to said local club. She cannot hold office, vote or be counted for the purpose of determining the number of delegates to National or State Federation meetings or convention. As an Associate member she does not become a member of the State or National Federation.
- D. **Associate Men** - Republican men are eligible for Associate membership upon payment of the required annual dues. They 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. They do not become members of the State or the National Federation.
- E. **Honorary** – Honorary members shall have all the privileges of membership except when an active member of another local Republican Women's club. Honorary members shall pay no dues, and the local club shall pay their per capita dues to the Texas Federation of Republican Women and the National Federation of Republican

- Women, unless they are active members of another local Republican Women's club.
- F. **Young Affiliate** - A Young Affiliate is a young teenage woman, age thirteen through seventeen, who wishes to be affiliated with a local Republican Women's club by paying the required annual dues. A Young Affiliate may not be listed on the roster to the Texas Federation of Republican Women from the subsequent local club, cannot be counted for purposes of determining the number of delegates to the Texas Federation of Republican Women or the National Federation of Republican Women meetings or conventions, and shall have no vote at local club meetings. Her name and dues will not be sent to the Texas Federation of Republican Women Headquarters by the subsequent local club. Each individual local club may determine whether Young Affiliates are given voice in meetings.

#### ARTICLE V - DUES

- Section 1.** Annual Dues shall be set by the membership in the Standing Rules. *[Setting the dollar amount in the Bylaws makes it more difficult to change.]*
- Section 2.** Dues shall be payable on January 1, which shall include *[name of club]* dues, state dues, and national dues.
- Section 3.** This organization shall pay the annual service charges required by the Texas Federation of Republican Women and the National Federation of Republican Women and submit names and addresses of club officers and members with payment.
- Section 4.** This organization shall pay the annual per capita dues for its active members to the TFRW and NFRW.

#### ARTICLE VI - OFFICERS AND THEIR DUTIES

- Section 1. Elected Officers:** The officers of this organization shall be President, Vice President, Secretary, and PAC Treasurer. *[These are required; others can be added.]*
- Section 2. Duties of Officers:** *[List the duties that each officer is required to perform.]*
- A. **The President** shall preside at all meetings of the organization and the Executive Committee, shall appoint chairmen of all standing and special committees and the Political Action Committee Treasurer *[if separate from the Treasurer and not elected]* 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** 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 may designate.
- C. **The Secretary** shall keep a factual and unbiased record of the proceedings of all meetings of the organization and the Executive Committee, 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.
- D. **The PAC Treasurer** shall receive and be 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 all reports required by the Texas Ethics Commission in a timely manner. All records must be

submitted at the end of the year for review or audit.

**Section 3. Term of Office:** The term of office for officers and chairmen shall be from January 1 through December 31 following their election or appointment, and no officer or chairman may serve in the same position for more than two consecutive terms with the exception of the PAC Treasurer. *[Some club set two-year terms for officers.]*

**Section 4. Delivery of Records:** All officers and all committee chairmen shall deliver all records, files and properties of the club to their successors before December 31 of the year in which they are retiring from office unless otherwise directed by the President.

#### **ARTICLE VII - BOARD OF DIRECTORS**

**Section 1.** The Board of Directors shall consist of the elected officers, the immediate Past President, who shall serve as advisor, the chairmen of the Standing Committees, and the Parliamentarian who shall serve *ex officio* without vote.

**Section 2.** The Board of Directors 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 Executive Committee members present and voting with the exception of a vacancy in the presidency, in which case the Vice President shall assume the office of President and the Executive Committee shall elect a Vice President as stated herein.

**Section 3.** A quorum for a meeting of the Board of Directors shall be a majority of the Board of Directors.

#### **ARTICLE VIII – MEETINGS**

##### **Section 1. Regular Meetings:**

- A. The regular meetings shall be held on the *[specific, i.e. 3<sup>rd</sup> Wednesday]* of each month unless otherwise ordered by the Board of Directors, which shall give no less than seven (7) days notice of the change to the membership.
- B. A minimum of five regular meetings per annum shall be held.

##### **Section 2. Special Meetings:**

- A. Special meetings shall be held at the call of the President or upon the request of \_\_\_% *[a percentage number larger than the designated local unit quorum, i.e. 15%]* of the membership.
- B. The purpose of the meeting shall be stated in the call and no other business shall be considered at the special meeting except that stated in the call of the meeting.

**Section 3. Regular Meetings Board of Directors:** Regular meetings of the Board of Directors shall be held *[specific number of days or weeks]* prior to the regular meeting of the membership at such time and place as may be determined by the President.

**Section 4. Special Meetings Board of Directors:** Special meetings of the Board of Directors may be called by the President 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.

**Section 5. Quorum for Regular Meeting:** A quorum for a meeting of this organization shall be *[specific percent]* of the members. *[Select a number that can realistically be expected*

*to attend.]*

## **ARTICLE IX - COMMITTEES**

### **Section 1. Standing Committees:**

- A. The standing committees shall include: Campaign Activities, Political Action, and Legislation [*Required standing committees unless their chairmen are elected officers*]. *Additional suggested Standing Committees:* Awards, Bylaws, Caring for America, Finance, Historian, Hospitality, Membership, Newsletter, Outreach, Public Relations, Special Events, Telephone, Yearbook.
- B. The chairmen of the standing committees shall be appointed by the President. The committees shall outline programs for action in their respective fields for consideration and adoptions by the Board of Directors, shall carry out such other duties as may be prescribed by the Board of Directors and/or President..
- C. Political Action Committee (PAC): The Political Action Committee shall be chaired by the PAC Treasurer, who, if not elected, shall be appointed by the President and be a voting member of the Board of Directors. She shall abide by Texas Election Laws and the opinions issued by the Texas Ethics Commission. All decisions relative to the distribution of funds shall be approved by the Board of Directors. If the PAC treasurer is an associate member then the voting rights do not apply to that member.

### **Section 2. Special Committees:**

- A. Special committees shall include: Internal Review, Nominations, and Finance, whose chairmen shall be appointed by the President. Other special committees may be appointed by the President and/or Board of Directors as deemed advisable.
- B. The special committees shall outline programs in their respective fields for consideration and adoption by the Board of Directors. These committees shall be formed only for the duration of their service. They will not have a voice or voting rights.
  1. **Finance Committee:** The President, Vice President, Secretary, Treasurer, PAC 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.
  2. **Internal Review/Audit Committee:** An Internal Review Committee shall be selected to conduct an internal review of the books by December 31 of the fiscal year and shall submit its report to the Executive Committee prior to the regular meeting in January. The Treasurer shall be present at the internal review of the books.

**Section 3.** All Committees shall report to the membership at the Board of Directors and the regular meeting or as ordered by the President.

## **ARTICLE X - NOMINATIONS AND ELECTIONS**

### **Section 1. Nominating Committee:**

- A. A nominating committee of not less than [*number*] and not more than [*number*], at least [*number*] of whom shall not be a member of the Board of Directors, shall be elected by the membership at the [*month*] meeting. The Nominating Committee shall elect its chairman from one of its own number.
- B. The Nominating Committee shall report one nominee for each office at the [*month*] meeting.

C. The nominating committee cannot succeed itself.

**Section 2. Elections:**

A. Elections shall be held at the *[October or November]* meeting after the Nominating Committee has reported its nominees.

B. Nominations from the floor shall be allowed, provided prior consent of each of the nominees shall be obtained.

C. 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.

D. No absentee or proxy voting shall be allowed.

**Section 3. Installation:** Officers shall be installed at the *[month]* meeting.

**ARTICLE XI - CONVENTIONS**

**Section 1. Texas Federation of Republican Women Biennial Convention:**

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

**Section 2. National Federation of Republican Women Biennial Convention:**

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 a regular meeting.

**ARTICLE XII - PARLIAMENTARY AUTHORITY**

The latest edition of *Robert's Rules of Order Newly Revised* 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**

**Section 1. Amendments Approval:**

These bylaws may be amended at any regular meeting of the local club by a two-thirds vote provided that notice of the proposed amendment has been sent to each member at least *[number]* days prior to the meeting or provided that notice of the proposed amendment has been submitted in writing at the previous regular meeting.

**Section 2. Proper Form of Proposed Amendments:**

The Bylaws Committee shall consolidate and present in proper form proposed Bylaws amendments to the Board of Directors for approval before presenting to the membership.

**ARTICLE XIV – DISSOLUTION**

This club may be dissolved by a two-thirds vote at any meeting of the local club, provided that notice of the dissolution has been submitted in writing at the previous meeting and has been sent by mail to all members of the local club. In the even of dissolution, the Board of Directors shall, after payment of all liabilities of the local club, distribute any remaining assets to the state federation. None of the assets shall be distributed to any member or officer of the organization and the right to use the name shall revert to state federation.

*Revised 2008*

ELECTRONIC COPIES OF THESE SAMPLE BY LAWS ARE AVAILABLE FROM TFRW