

# CHARLOTTE COUNTY REPUBLICAN CLUB

## BY-LAWS

### ARTICLE I – NAME & CHARTER

**SECTION 1. Name:** The name of the club shall be the Charlotte County Republican Club, hereinafter referred to as the Club.

**SECTION 2. Charter:** The Club is established with the consent and permission of the Republican Party of Florida (RPOF), as follows:

- A. The officers of the Club are authorized to apply to the RPOF to secure sanction for the use of the word *Republican*. The officers shall provide to RPOF the necessary documents required for this purpose.
- B. The officers (President, Vice-President, Secretary, and Treasurer) are authorized to sign the acknowledgments that are required by the Republican Party of Florida, which will secure the CCRC Charter.
- C. The Club fully understands and agrees to abide by Rule 1(A): *Restrictions on Use of the Name, Abbreviations, and Symbols of the Republican Party* of the RPOF Rules of Procedure as governed by Florida Statute, Chapter 103.081, as amended.

### ARTICLE II – PURPOSE and OBJECTIVES

**SECTION 1. Purpose:** The purpose, or mission, of the Club is to:

- Further the goals of the National, State and Local Republican Party;
- Increase political awareness of our members and the community;
- Provide quality venues, engaging speakers and relevant discussions for members and others who are interested in politics, current affairs and other relevant topics.
- Encourage participation in Club events, fellowship among the members, and individual involvement in political activities and campaigns, including helping candidates by signing their qualifying petition cards; and
- Be advocates for conservative ideology, the principles of our Founding documents, and individual rights and liberties.

**SECTION 2. Objectives:** The following objectives are established to help accomplish our purpose. These include, but are not limited to:

- Attracting members into the Club through pro-active membership efforts, involve them in Club activities and subsequently provide them with a practical means of Republican Party participation, leadership training and political involvement, at all levels of government.
- Uniting the members of this community in a concerted endeavor, to the best of their ability, to preserve, protect and defend the Constitution of the United States and the Constitution of the State of Florida.
- Promoting the general welfare and secure the blessings of liberty to the members of this community and their posterity.
- Promoting and maintaining the best interests of the Republican Party, especially in the State of Florida and in Charlotte County.
- Promoting, conducting or participating in such activities and affairs in this community to fulfill the purposes of this Club.
- Providing forums at which discussions of matters affecting local, state and federal government can be deliberated.
- Exercising any and all rights and powers granted or permitted a membership club, organized for the purposes hereinbefore mentioned, by and under the laws of the State of Florida and the Rules and Procedures of the Republican Party of Florida.
- Supporting the principles, objectives, and platform of the Republican Party and to help secure the election of all duly nominated Republican candidates in the General Election and conservative candidates in non-partisan elections, as permitted by Federal and State laws and the Republican Party of Florida.
- Promoting voter registration and awareness of candidates and issues.
- Encouraging able and qualified Republicans to seek public and Party offices at all levels.
- Educating voters about the benefits of conservatism and the Republican Party and encouraging them to vote for candidates who embrace these principles.
- Performing all functions herein before mentioned without pecuniary profit other than such as may be obtained for the purpose of using such profits to further the purposes of the Club.
- Fully complying with all applicable anti-discrimination laws, rules and regulations. In particular, the Club shall not discriminate on the basis of race, color, sexual orientation, national or ethnic origin, or age in its policies and programs.

## **ARTICLE III - ENDORSEMENTS & INTRA-PARTY DIFFERENCES**

Pursuant to the Republican Party of Florida Rules of Procedure, as amended, no chartered club or organization using the name Republican shall participate in intra-party differences, nor shall it, as an organization, seek to influence the nomination or election of any Republican over another Republican, or adopt platform positions on issues, unless the County Executive Committee has made such endorsements. Only then, may the Club likewise vote to adopt those candidate(s) or platform positions endorsed by the County Executive Committee. Club members, as a matter of personal choice and in their capacity as individuals, may support individual candidates.

The Club shall not invite a non-Republican to be a guest speaker at a club meeting or function without prior approval of the Charlotte County Republican Executive Board.

## **ARTICLE IV -MEMBERSHIP**

**SECTION 1. Qualifications:** Any citizen or legal resident of the United States who has a general preference for, and sympathy with, the principles of the Republican Party and agrees to promote and support the purpose and objectives of this Club as set forth in Article II above, is encouraged to apply for membership in the Club.

A registered Republican in any state is eligible to join as a Regular member. The Executive Board is authorized to allow special exceptions, including legal non-citizens who are not yet able to register to vote; teenagers who have pre-registered to vote; and other applicants who agree to abide by our bylaws. They shall be classified as Guest Members and have the same rights and privileges as Regular Members except as noted in these By-Laws. Upon registering as a Republican, they will automatically be classified as a Regular Member.

### **SECTION 2. Application Form:**

The following statement shall be included on the membership application form:

*I agree to refrain from making personal attacks on other members of the Club under threat of sanctions, including expulsion. I understand that I must be a Charlotte County registered Republican to run for any Club Office. I have read, understand and agree to abide by the By-Laws of the Charlotte County Republican Club.*

**SECTION 3. Application Process:** All qualified applicants deemed to be of good character and to be of benefit to the advancement of the purposes of the Club shall be admitted upon the:

- A. Submission of a completed Membership application,
- B. Payment of annual dues and such other fees that may be set by the Executive Board,

- C. Confirmation by the Membership Committee that the applicant has met the criteria for membership, and
- D. Acceptance by the Executive Board.

The membership year shall be January 1 through December 31. Those who join on or after October 1 shall be considered as having paid dues for the remaining months of that year as well as the dues for the following year.

**SECTION 4. Levels and privileges:** Members in “good standing” are those who are current in paying their membership dues and all other fees or debts owed to the Club. Every member shall have such privileges of membership in the Club and such eligibility to vote or to be elected to an office of the Club with the following restrictions:

- A. Eligibility to vote for an elected office of the Club: Must be a registered Republican for 90 days prior to the election of officers and a member of the Club for one (1) month.
- B. Eligibility to be elected to an office of the Club: Must be a registered Republican in Charlotte County plus meet other Qualifications for Office as defined in ARTICLE V, Section 2 of these By-Laws.
- C. Eligibility as a Chair of a Standing or Ad Hoc Committee: Must be a registered Republican in Charlotte County or approved by the Executive Board upon recommendation of the President.
- D. Guest Members may attend all meetings and functions; serve on committees, except the nominating committee; and participate in discussions and debates, and make and vote on motions at meetings, however they may not hold an elected Club office or serve on the Executive Board.

**SECTION 5. Annual dues:** The Executive Board shall review and set the dues once each year on the basis of sound budgetary requirements. Notice of any change in dues by the Board shall be provided to the membership by the September regular meeting. If notice of change is not given, the amount of dues shall remain consistent with the current year’s dues.

**SECTION 6. Payment of Dues and Outstanding Debts:** All dues and debts are payable by December 31 of each year.

- A. The Chair of the Membership Committee shall send a renewal notice by December 1 to all members who have not paid their dues yet for the following year. The Treasurer shall also send a billing statement by December 1 to those members who have any outstanding debts owed to the Club.
- B. If annual dues or debts are unpaid on January 31, the Member shall be delinquent and no longer be in “good standing” until the dues have been paid.

- C. If the annual dues or debts are still unpaid on March 1, the delinquent Member shall be removed from the Membership Roster and be considered inactive.
- D. Inactive members may be reinstated by the payment of all dues and debts as verified by the Treasurer and approved by the Executive Board.

**SECTION 7: Disciplinary Action:** Any member may be sanctioned, suspended or expelled for cause, including a violation of Section 2 of this Article, conduct unbecoming of a member, or any act(s) deemed inappropriate or harmful to another member, the public or the Club, as determined by a majority vote of the members of the Executive Board who shall meet in Executive Session within twenty (20) days of providing written notice to the member of the allegation(s). Depending on the nature of the infraction(s), the Board, at its sole discretion, may provide an opportunity for the member to submit a written explanation of his/her side of the story to the Board. In an emergency situation, a majority of the Board can temporarily suspend a member for up to thirty (30) days pending a final resolution.

**SECTION 8. Membership Lists:** Membership lists shall be used exclusively for official Club activities, and as otherwise needed by the Republican Party. Any other use of the Club roster by members is unauthorized, and may result in suspension or expulsion from the Club as determined by the Executive Board.

## **ARTICLE V - OFFICERS**

**SECTION 1. The Officers:** The Officers of the Club shall be the President, Vice-President, Treasurer, Secretary and Past President.

**SECTION 2. Qualifications of Officers:** All Members in good standing who are registered Republican voters in Charlotte County shall be eligible to be elected as an officer with the following restrictions:

- A. A nominee for the office of President must have been a Charlotte County registered Republican for the past 24 months and a member in good standing for no less than 12 months prior to taking office.
- B. A nominee for any office other than President must have been a Charlotte County registered Republican for the past 12 months and a member in good standing for no less than six (6) months prior to taking office.
- C. Any individual holding an elected public office is not eligible to be an officer of this club. This restriction does not apply to members who are elected Republican Party members or Party officials on a local, state or national level, except that the Chairperson of the Charlotte County Republican Executive Committee cannot simultaneously hold the office of President of the Club.

**SECTION 3. Term of Office:** Each officer shall be elected to that position for one (1) year, or until their successor is named. Officers shall assume their office upon being elected and installed. No Officer can be hold more than one office at a time, unless it is an interim position of not more than sixty (60) days due to a vacancy or temporary absence as determined by the Executive Board. Any elected officer whose position is abolished due to a By-Law change, shall be entitled to remain in that position until the expiration of the term of office.

**SECTION 4. Elections and Installation:** Officers shall be elected and installed at the Annual Meeting.

**SECTION 5. Vacancies:** Vacancies occurring in any office shall be filled at the next meeting of the Executive Board following the date of the vacancy for that office's unexpired term.

**SECTION 6. Duties of the Officers:** The duties of the Officers shall be as follows:

- A. The **President**, or a designated representative appointed by the President, shall have the sole authority to speak publicly or act on behalf of the Club. In general the President shall:
  - 1. Perform all duties incidental to that office and such duties as may be assigned by the Executive Board.
  - 2. Preside over all meetings of the Club and the Executive Board.
  - 3. Appoint all committee chairpersons except the Nominating Committee. Chairpersons of Standing or Ad Hoc Committees must be a registered Republican or be approved by the Executive Board upon recommendation of the President.
  - 4. Be an ex-officio member of all committees except the Nominating Committee.
  - 5. Appoint a Finance committee to consist of the President, Treasurer and one individual from the general membership, which shall prepare a proposed budget for the next year in sufficient time for the Executive Board to review and present to the membership at the January meeting. They shall also meet, as needed, to discuss the fiscal policies of the Club and make recommendations, as required.
  - 6. By November of each year appoint a three (3) member Auditing Committee with instructions to audit the Treasurer's accounts and make a written report to the Executive Board no later than March 1 of the subsequent year.
  - 7. Appoint an Election Committee of no less than (3) members at the prior to the Annual Meeting.
  - 8. Have the authority to appoint a Parliamentarian, a Chaplain, and a Historian.
- B. The **Vice-President** shall:
  - 1. Perform the duties of the President in the absence of the President.

2. Perform such other duties as may be assigned by the President and/or the Executive Board.

C. The **Treasurer** shall:

1. Receive and be custodian of funds, securities and financial records of the Club.
2. Maintain records for a period of six (6) years unless otherwise required by law.
3. Keep accurate records of all the Clubs monies received and disbursed.
4. Present a financial report at membership meetings, the Executive Board meetings and at other times upon the request of the President.
5. Provide an annual report to the Membership by the second meeting of the year.
6. Disperse the Club's funds within the confines of the approved budget and other approved appropriations.
7. Deposit all funds of the Club in banks approved by the Executive Board.
8. Make the records available to the Auditing and the Finance Committee when directed.

D. The **Secretary** shall:

1. Take and keep minutes of all proceedings of Regular, Special and Executive Board meetings.
2. Produce and distribute printed or emailed copies of the minutes of all meetings to the membership, with the exception of the minutes of any Executive Board meetings held in Executive Session.
3. Maintain a yearly membership roster of officers.
4. Maintain a record of the Standing Rules, Policies and Procedures.
5. Permanently maintain in separate files: minutes, By-Laws, Charters, and copies of competed applications for membership.
6. Perform such correspondence as requested by the President.
7. Send notices of meetings as directed by the President and/or the Executive Board.
8. Preserve the records of the Club's correspondence for the past three years.
9. Perform such other duties as the President and/or the Executive Board may assign.

**SECTION 8. Past President:** The immediate Past President shall have the option to be a member of the Executive Board. If the immediate Past President declines to assume that role, then the position shall remain unfilled.

**SECTION 9. Records:** Officers shall turn over to their successor in office all Club files, records and papers within ten (10) days of vacating office.

## **ARTICLE VI - MEMBERSHIP MEETINGS**

**SECTION 1. Regular Meetings:** There shall be no less than eight (8) membership meetings and/or activities held each year. The December Business/Dinner meeting shall be designated as the Annual Meeting for the purpose of the election and installation of Officers.

**SECTION 2. Special Meetings:** A Special Meeting of the membership may be called at any time at the direction of the President, or by the written request of at least ten percent (10%) of the membership in good-standing and certified by the Secretary.

- A. At least ten (10) days' notice must be given to all classes of members.
- B. The notice must state the date, time, location, and purpose for the meeting.
- C. No business other than that stated in the notice shall be transacted at the meeting.

**SECTION 3. Review of Executive Board Business:** At any scheduled membership meeting any proceedings of the Executive Board shall be subject to revision or alteration by a two-thirds (2/3) vote of the attending members entitled to vote, provided no irrevocable rights of third parties shall be affected by such revision or alteration.

**SECTION 4. Quorum:** Twenty percent (20%) of the membership shall constitute a quorum at meetings of the Club.

**SECTION 5. Membership communications:** Any and all required communication with the membership as referenced in these By-Laws may be accomplished in writing and/or transmitted by appropriate delivery services or by digital methodology.

## **ARTICLE VII - EXECUTIVE BOARD**

**SECTION 1. Composition:** The Executive Board shall consist of the Officers, and the Standing Committee Chairpersons. No Member shall hold two seats or more seats on the Executive Board, with the exception as noted in Article IV, Section 3.

**SECTION 2. Board Meetings:** The Board shall meet at regular intervals at the call of the President, or by the call of four (4) Board members. Board members shall be notified of meetings five (5) days in advance of the meeting. Any member may attend Board meetings, and may participate in discussions when invited to do so by the Chair.

**SECTION 3. Yearly Calendar:** In January, the Executive Board shall establish a calendar (schedule) of that year's Regular and Executive Board meetings and Club activities, including the



dates, times and locations. The calendar shall be made available to the membership and updated as needed.

**SECTION 4. Meeting Changes:** The Board has the authority to make any necessary changes in the Membership Meeting arrangements in emergency circumstances.

**SECTION 5. Club Business:** The Board shall study and conduct the business of the Club between regular meetings of the Club shall report any actions taken at the membership meetings or via the newsletter or other forms of communication. The Board shall be subject to the orders of the Club, and none of its acts shall conflict with action taken by the Club.

**SECTION 6. Bank Accounts:** The Board has the authority to approve the establishment of, and the signatures required for the various types of bank accounts needed to provide for the smooth fiscal operation of the Club.

**SECTION 7. Actions without Meeting:** The Board is authorized to conduct its official business as may be necessary in emergency situations by any means of communication. The results of the action taken shall be ratified at the next meeting of the Board.

**SECTION 8. Removal From Board:** Any member of the Executive Board who does not carry out the required duties of his/her office, or misses three (3) consecutive meetings of the Board without the approval of the President, shall be considered to have resigned and shall be replaced.

- A. An immediate notice shall be given the individual who is to be removed.
- B. The vacancy should be filled within sixty (60) days.
- C. Any removed member must turn over all the office's records to the President within seventy-two (72) hours.

**SECTION 9. Quorum:** A quorum of the Executive Board shall consist of four (4) members.

## **ARTICLE VIII - COMMITTEES**

**SECTION 1. Standing Committees:** The following Standing Committees are established by the membership to perform a continuing function and shall be:

A. Hospitality

The Hospitality Committee is responsible for the *sociability* of the Club by promoting fellowship throughout the organization. Activities may include:

- Greet attendees, guests and speakers at meetings and events.
- Provide Welcome Packets / Programs for attendees, as applicable.
- Decorate tables and event venues, as required.

- Co-ordinate meals with the venues and arrange for dinner reservations for monthly business meetings.
- Sale of Club items and merchandise.
- Express congratulations, sympathy or concern to members of the Club in the event of illness, bereavement or milestone events, such as birthdays, marriages, anniversaries, etc.
- Provide ideas, advocate and organize events for greater fellowship throughout the Club, including breakfasts, potlucks, picnics, recreation, book exchanges, movie, etc.

#### B. Membership

The Membership Committee shall work to grow the *membership* of our Club. Activities may include:

- Pro-active recruitment of new members, including a *Guest Package* to first time guests containing information about the Club, its activities and membership.
- Process new membership applications by verifying their information and presenting them to the Executive Board for approval.
- Provide a copy of all approved applications to the Secretary for filing.
- Provide a *Welcome Letter / New Member Package* and a copy of the By-Laws to new members, including information about the Club and its activities.
- Be a resource for new members by maintaining periodic contact throughout the year.
- Coordinate annual dues renewal efforts.
- Contact inactive members and those who have become delinquent in dues payments with the goal of attempting to resolve conflicts or concerns in an effort to retain members, as applicable.
- Forward all dues received to the Treasurer.
- Provide a printed annual report to the Membership by the second meeting of the year.
- Keeping an active Membership Roster and making it available to members of the Executive Board, as well as Committee Chairs and others, as needed.
- Maintain a Membership data base containing the member's name, address, telephone number, e-mail address, date joined and dues payment.

#### C. Outreach

The Outreach Committee shall work to further good *relationships* between the Club, its members and the community as may be appropriate. Activities may include:

- Plan and organize community outreach activities and events.
- Maintain ongoing public relations by preparing publicity releases through the newspaper, social media and other means
- Keep the membership aware of newsworthy items by various electronic means and platforms.
- Develop promotional materials and activities to educate residents of Charlotte County about the Club and its mission.
- Use social media platforms to assist other committees and groups to get their messages out and to showcase the Club and the Republican Party in a positive manner. including:
- Establish a Telephone Call Network of sufficient club members to serve as phoners to maintain personal contact with Club members to inform them of special events, and social activities, and to obtain their input and feedback, as needed.

Other Standing Committees may be formed, modified or abolished from time to time by the President or a majority vote of the membership at any regular or special meeting. Only the Chairpersons of the Standing Committees listed in the By-Laws shall be members of the Executive Board. Chairpersons of other Standing Committees shall become temporary members of the Executive Board for the duration of the President’s term upon recommendation of the President and approval of a majority of the Executive Board.

**SECTION 2. Ad Hoc Committees:** Temporary committees, such as the ones listed below, may be established or appointed at the pleasure of the President and/or the Executive Board as the need arises to carry out a specified task. Upon completing their function or upon submitting their final report, they are automatically dissolved.

- A. Nominating
- B. Auditing
- C. Election
- D. Finance

**SECTION 3. Committee Composition:** A committee shall consist of a Chairperson and those additional members of the Club as deemed necessary by the Chairperson. Each committee may adopt its own governing rules not inconsistent with these By-Laws or with rules adopted by the membership.

**SECTION 4. Committee Duties:** Each Committee shall operate as stipulated in these By-Laws or under guidelines which shall outline the goals, duties and tasks as determined by the President and/or the Executive Board.

## **ARTICLE IX - NOMINATIONS AND ELECTIONS**

**SECTION 1. Nominating Committee:** The Nominating Committee is charged with the task of selecting from the Club members nominees who are qualified and willing to accept, if elected, the responsibilities of becoming Club officers for the next term.

A. The Committee Format:

1. The three (3) members who shall serve on the Nominating Committee shall be elected from the membership at a regular meeting at least ninety (90) days prior to the Annual Meeting.
2. The Committee shall consist of one member who serves on the Executive Board and two members from the voting membership.
3. The Committee shall select a Chairperson from its members.

B. The Committee Duties: The Nominating Committee shall submit the names of one or more nominees for each office with the following provisions:

1. The Committee shall verify that each nominee meets the qualifications as stipulated in these by-laws for the particular office they are seeking.
2. No one shall be nominated for office whose consent has not been obtained.
3. The Committee's report shall be presented to the membership at the meeting immediately preceding the election meeting.

**SECTION 2. Nominations from the Membership:** After the Committee's report has been presented to the membership, members may make additional nominations for the various offices.

**SECTION 3. Elections:** The Election of officers shall take place at the Annual Meeting.

- A. Elections shall be conducted by the President, who shall present the Nominating Committee's report to the membership. Members may make additional nominations from the floor. Elections will be for one office at a time.
- B. The election shall be conducted by secret ballot except when there is only one (1) candidate nominated for each office. In the event there is are unopposed candidates to be voted upon, the Secretary shall be instructed to cast a unanimous ballot of the membership for each unopposed candidate. If there is a single slate of unopposed candidates, the Secretary shall cast one unanimous ballot for the entire slate.

**SECTION 4. Election Committee:** The Election Committee of no less than three (3) members shall be appointed by the President at the meeting immediately prior to the Annual Meeting.

- A. The Election Committee shall be responsible for assembling all of the necessary materials needed to conduct the election of officers and determine who is eligible to vote per the qualifications as stipulated in these by-laws.

- B. During the election the committee members shall act as the tellers and shall distribute ballots to those members eligible to vote, collect and count the ballots, and report the vote to the Membership.
- C. When there are two or more candidates for any position, the nominee receiving the most votes shall be declared the winner. If there is a tie among the top two or more nominees, then the top two (2) vote getters will proceed in a runoff election until there is a declared winner.
- D. Voting by proxy and by absentee ballot shall be prohibited.

## **ARTICLE X - PARLIAMENTARY AUTHORITY**

The rules contained in *Robert's Rules of Order, Newly Revised* shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these By-Laws, the Republican Party of Florida Constitution, the Republican Party of Florida Rules and Procedures, and any special rules of order the Club may adopt.

## **ARTICLE XI - AMENDMENTS**

**SECTION 1. Amending the By-Laws:** The By-Laws may be amended as provided herein:

- A. Amendments shall be presented in printed form at a regularly scheduled meeting of the membership by any member, By-Laws Committee or the Executive Board.
- B. The sections to be amended shall be presented in conjunction with the proposed amendment.
- C. If a revision of the By-Laws is proposed then copies of the revised version shall be presented.
- D. The proposed changes must be distributed to all the members no less than ten (10) days prior to the meeting when the vote shall be conducted.

**SECTION 2. Voting:** The proposed amendments shall be voted on at the first regularly scheduled meeting following the presentation of the amendments. Passage of amendments to the By-Laws shall require an affirmative vote of two-thirds (2/3) of the members present and voting.

**SECTION 3. Status of Standing Rules:** All current standing rules not incorporated into these By-Laws are hereby abolished upon passage of these By-Laws.

## **ARTICLE XII - DISSOLUTION**

**SECTION 1. Procedure:** If in the event this Club wishes to formally disband or dissolve:

- A. The Executive Board shall present a resolution stating the reasons for dissolution.
- B. Resolutions shall also be presented which state the manner in which the assets shall be disposed of and other administrative details.
- C. The resolutions must be sent by mail to all members of record.
- D. Creditors with proof of claims shall be fully paid, or shall be paid on an agreed upon settlement.
- E. The final disposition of all remaining assets shall be assigned to the Republican Party of Florida within six months.

**APPENDIX and REVISIONS**

- By-Laws Adopted: August 9, 1995
- By-Laws Revised: July 10, 1996
- By-Laws Amended: December 3, 2003
- By-Laws Amended: June 16, 2008
- By-Laws Amended: October 11, 2010
- By-Laws Amended: October 28, 2020
- By-Laws Revised: June 28, 2023

Note: The official signed copy is on file with the Charlotte County Republican Club

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Approved by the Membership on June 28, 2023.



Sheila McNamara, Secretary