

**REPUBLICAN WOMEN OF WILLIAMSON COUNTY
BYLAWS**

**ARTICLE I
NAME**

The name of this organization shall be Republican Women of Williamson County, (the club or RWWC) a chartered club of the Tennessee Federation of Republican Women (TFRW).

**ARTICLE II
OBJECTIVES**

The objectives of this organization shall be to:

- Promote an informed public through political education and activity.
- Increase the effectiveness of Women in the Cause of good government.
- Facilitate cooperation and disseminate information among the National and State Federations of Republican Women and the Republican Women's Clubs.
- To foster loyalty to the Tennessee Federation of Republican Women, National Federation of Republican Women and the Republican Party at all levels of government and to promote its principles and candidates in all elections, including non-partisan elections.
- Perform any lawful activity not inconsistent with the foregoing.
- Support the objectives and policies of the Republican National and the Tennessee Executive Committees and to work for the election of Republican Party nominees.
- Encourage friendship and fellowship with other Republican and Conservative women.
- Nothing in these Bylaws shall direct the activities of a Political Action Committee nor the administration of a PAC account.

**ARTICLE III
MEMBERSHIP**

SECTION 1. MEMBERS IN GOOD STANDING:

- A.** An individual member in good standing is a woman whose current dues are paid in a TFRW affiliated club. A club in good standing is one whose current dues and service charges have been made to TFRW and NFRW.
- B.** Active primary membership is open to women who have paid their annual (non -refundable) membership dues and are also in agreement with the objectives of the club.
- C.** Republican women who have primary membership in a Federated club are eligible for Associate membership in RWWC upon payment of the required annual dues to the club. Associate Members have a voice but cannot vote, be elected to hold office, or be counted for the purpose of determining the number of delegates to National or State conventions. Associate membership is also open to Republican men upon payment of annual dues to the club.

1. Associate members may attend meetings, serve on a committee, but may not make motions, vote, hold office or be counted for the purpose of determining the number of delegates to State or National Federation meetings or conventions.
2. Associate members do not become members of the State or National Federations. Associate dues remain with the club.

SECTION 2. ELIGIBILITY:

- A. Clubs** - Membership in the TFRW shall be open to any Republican women's club of ten (10) or more members who form a permanent organization, elect officers, adopt Bylaws approved by the TFRW Executive Committee, pay dues and service charge, and hold at least five (5) meetings within a twelve (12) month period. The latter shall apply only to clubs where unusual circumstances prohibit more frequent meetings. A quorum for any regular or special club meeting shall be twenty five percent (25%) of the membership. Special meetings may be called with seven (7) days written notice and may be made by written request of ten percent (10%) of the club membership.
- B. Individual Membership** -Membership shall be only through Clubs affiliated with the State and National Federation and includes membership in all three. Individuals may join the State Federation directly if no intervening organization or club is available to them. No individual member, who advocates a split party ticket or supports a candidate running on an opposition ticket, shall be admitted or be allowed to continue membership in this club.
- C. Associate membership** - Republican women who have a primary membership in a Federated Club are eligible for Associate Membership in Clubs upon payment of the required annual dues to the Club. Associate members have a voice; but, cannot vote, be elected to hold office, or be counted for the number of delegates to National or State Conventions.
- D. These Bylaws** shall provide for the election of officers between September and November of said year.
- E. Installation of officers** shall occur prior to January 1 of the following year.
- F. The names and addresses** of the duly elected officers shall be submitted to the President and Membership Chair of the TFRW by December 1 of the election year.
- G. The word "Republican"** shall be included in the title of all Clubs. The word "Federation" shall not be used in the title of any Club; but, they may use the word "Federated".

ARTICLE IV REMOVAL FROM MEMBERSHIP

Section 1. Reasons for Removal from Board or Club:

- A.** Non-payment of membership dues or the non-payment of any service charge.
- B.** Failure to support the Republican Party ticket.
- C.** Advocating a split party ticket
- D.** Supporting a candidate whose platform is in conflict with the Bylaws of the TFRW, the NFRW or the Constitution of the United States.

Section 2. Reasons for Removal from Club:

- A.** Non-payment of dues for the full membership and current service charge.
- B.** Failure to maintain the membership requirements and qualifications as set forth in Article III, Section 1. A and Section 3. A and B of the TFRW Bylaws.
- C.** Affiliation with any partisan political organization that is not officially recognized as a part of the NFRW, the TFRW and the Republican National Committee. This applies to clubs as entities and not

to individual members.

- D. Diminishes the reputation of the TFRW with Legislators, public officials and Republican candidates.

ARTICLE V ELECTED OFFICERS AND THEIR DUTIES

SECTION 1. ELIGIBILITY:

- A. Elected officers and/or appointed members of Standing and Special Committees shall be active members in good standing of RWWC.
- B. Will have no affiliation with any partisan political organization that is not officially recognized as a part of the NFRW, the TFRW and the Republican National Committee.
- C. Elected officers must have necessary computer skills for their office and must have access to a computer.

SECTION 2. OFFICERS:

The elected officers of RWWC, herein referred to as the Executive Committee, shall include President, Vice President, Secretary and Treasurer. Note: the TNFRW requires at a minimum 5 officers. The Executive Committee shall include: President, 1st Vice President, 2nd Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Past President.

SECTION 3. TERMS OF OFFICE:

All officers shall be elected biennially in odd numbered years to coincide with the TFRW officers' elections, between the September and the November regular monthly meeting.

- A. The term length shall be two years or until successors have been elected and have taken office.
- B. No officer shall serve more than two consecutive terms in the same office.
- C. The office of President shall be filled by someone who has served a minimum of six (6) months on the Board of Directors, prior to nomination and election.
- D. Club officers shall be installed no later than December 31st of the year in which they were elected.

SECTION 4. DUTIES OF THE OFFICERS:

All officers shall deliver all records, files and properties of the RWWC to their respective successors within one month after retiring from office unless otherwise directed by the President or Executive Committee

- A. The **President** shall:
 - 1. Call and preside at all meetings of RWWC, the Executive Committee and the Board of Directors.
 - 2. Represent RWWC at all times or designate someone as representative/proxy in her absence or inability to do so.
 - 3. Make Board appointments, as necessary, to conduct the business of the club, except the nominating committee, subject to the approval of the Executive Committee. Appointed officers and members of Standing and Special Committees shall be active members in good standing with the club. Each Standing Committee Chair shall have one vote. The Standing Committees shall be:
 - a. Bylaws
 - b. Campaigns and Elections
 - c. Finance, Fundraising and Special Events

- d. Legislation and Research
- e. Membership and Public Relations
- 4. Appoint chairmen of such Special Committees as may be deemed advisable to carry out the program of RWWC, to be approved by the Executive Committee, such as, but not limited to:
 - a. Americanism
 - b. Awards
 - c. Caring for America
 - d. Chaplain
 - e. Communication
 - f. Financial Review
 - g. Good Will Ambassadors
 - h. Historian
 - i. Hospitality
 - j. Literacy/Book Club
 - k. Nominations
 - l. Outreach
 - m. Parliamentarian
 - n. Program Music
 - o. Social Media
 - p. Sunshine
 - q. Voter Registration
 - r. Women in Business
 - s. Women's Health Issues
- 5. Appoint a Financial Review committee biennially in November, with the exception of a change of Treasurer, to complete a review of the books.
- 6. Prepare with the Treasurer an annual budget and plan of action for RWWC and present it to the Board of Directors for approval.
- 7. Be an ex-officio member of all committees except the Financial Review Committee and the Nominating Committee.
- 8. Co-sign checks in excess of \$300 as one of three authorized signatures: President, 2nd Vice President and Treasurer.
- 9. Accept a signed, written letter of resignation of any member holding an elected or appointed position.
- 10. Notify the Executive Committee and the Board of Directors of meetings at least two weeks in advance by mail, fax, email or electronic communication.
- 11. Have the authority to sign contracts, as authorized by the Board of Directors and perform such duties as required.
- 12. Issue the official call to the Biennial Convention of the TFRW at least sixty (60) days prior to the date of the Convention.
- 13. Send the names and addresses with zip codes of the RWWC delegates-at-large and alternates-at-large to the TFRW on credential forms provided by the TFRW no later than twenty (20) days prior to the National Biennial Convention. Certify delegates and alternatives to the TFRW and the NFRW as requested.
- 14. Prepare and deliver an annual State of the Club report to the membership.
- 15. Maintain the files of the RWWC and deliver them to her successor immediately upon retirement from office.

B. The First Vice President shall:

- 1. Perform the duties of the President in her absence.
- 2. Fill the unexpired term of the President in the event of a vacancy.

3. Perform such other duties as are assigned by the President or the Board of Directors.
4. Act as Program Chair, arranging for speakers at the General Meetings as directed by the President.
5. Plan monthly meetings with the approval of the President and the Board of Directors.
6. Arrange for the Speaker's gift.
7. Design copy-ready promotional material for e-blasts or print distribution as needed.
8. Design the monthly program in consultation with the President.
9. Write and deliver the speaker's introduction.
10. Provide the President's gift at the end of her term of office.

C. The Second Vice President shall:

1. Perform the duties of the President in the absence of both the President and the First Vice President.
2. Serve as Membership Chair.
3. Perform such other duties as are assigned by the President and the Board of Directors.
4. Maintain a current roster of members of the club.
5. Produce a membership directory annually.
6. Protect the confidentiality of member information, not releasing any member data to outside parties.
7. Refer any requests for membership data to the Executive Committee.
8. Contact prospective members, handle correspondence, determine new member orientation and retention programs.
9. Determine the time and location of the Annual Membership Event and coordinate the event, preferably no later than February.
10. Selects and obtains door prizes, either through donations or purchase, to be raffled at the end of each meeting. (Optional)

D. The Recording Secretary shall:

1. Keep the minutes of all meetings of the club, the Executive Committee and the Board of Directors.
2. Announce at the start of meetings that the proceedings are being recorded and suspend recording at the direction of the President, for private or privileged discussion.
3. Reflect in all minutes if a quorum was established, recording who was present. A quorum at a General Membership Meeting is 20% of voting members. A quorum of the Executive Committee and the Board of Directors is a majority, (51%) of voting members.
4. Keep and present drafts of said minutes, within two weeks of the meeting, via email to the President and all members of the Board of Directors who were present, asking for additions and corrections.
5. Accept additions and corrections via email from those members in attendance who respond.
6. Re-write said minutes reflecting any additions or corrections, emailing them to Board Members no later than Sunday before the Monday Board Meeting.
7. Each board member will print off revised minutes and bring her own copy of said minutes to the Board meeting.
8. Present minutes to the Board for any further corrections or additions and approval.
9. Serve as custodian for all records of RWWC and deliver them to her successor.

E. The Corresponding Secretary shall:

1. Conduct the correspondence of the club under the supervision of the President.
2. Preserve copies of all valuable papers of the club and deliver said papers to her successor.
3. Perform other such duties as may be assigned to her by the President.
4. Participate in the design and implementation of a newsletter and/or Constant Contact email and update the RWWC website in coordination with the Chair of the Membership and Public Relations Committee.

F. The Treasurer shall:

1. Prepare, with the RWWC President, an annual budget to be presented to the Executive Committee and the Board of Directors. for approval. Payment of bills outside the budget shall be approved by the Executive Committee and voted on by the Board of Directors.
2. Be the custodian of all club funds, making deposits in the bank approved by the Executive Committee and paying all bills within the budget.
3. Co-sign checks as one of three authorized signatures: namely President, 2nd Vice President and Treasurer. Any non-budgeted expenditure exceeding the amount provided for in the Standing Rules shall be approved by the Board of Directors.
4. Disburse funds as directed by the Executive Committee or Board of Directors.
5. Keep an account of all monies received and disbursed, report in full at Board Meetings and deliver records to her successor.
6. To accept payments, keep records of payment and a roster of all RWWC meetings when requested by the RWWC President, which will be turned into the Treasurer after the meeting.
7. Keep an up-to-date record of all service charges and fees owed by members.
8. Pay all returned check bank fees within thirty (30) days of notification. Bill all returned check charges to the responsible party.
9. Bring written financial reports to Board Meetings and General Membership Meetings.
10. Submit dues and reports to the TFRW as required.
11. Submit the financial records for a term review, to be completed by the first General Membership Meeting of the fiscal year and serve as an ex-officio member of the Finance Committee.
12. Perform such other duties as may be assigned to her by the President, the Executive Committee or the Board of Directors.
13. Comply with all state elections and reporting requirements.

G. The Parliamentarian shall:

1. Serve as counsel to give advice on Parliamentary procedure.
2. Be familiar with the Bylaws and Standing Rules of the club.
3. Be entitled to the membership privilege of a ballot vote, if she is a club member.

SECTION 5. VACANCIES:

- A.** The office of President shall be assumed by the First Vice President in the event of a vacancy of said office.
- B.** If a vacancy occurs in an elected office, the immediate past Nominating Committee will reconvene and submit a nominee to be elected by the TFRW shall be filled by an election by the club membership at the meeting following the vacancy. Nominations may be made from the floor by the voting members of the Board of Directors. Notice of such vacancy shall be given with the call to meeting, or if the vacancy occurs after the call is issued, by letter, phone, fax, or email. An officer, elected to fill an unexpired term of one year or less, is eligible to succeed herself for two full two-year terms.

SECTION 6. OFFICERS' RECORDS:

All officers and Committee Chairmen shall deliver all records, files and properties of the RWWC to their successors within one month after retiring from office.

**ARTICLE VI
EXECUTIVE COMMITTEE AND GENERAL BOARD**

SECTION 1. COMPOSITION OF THE EXECUTIVE COMMITTEE:

- A. The elected officers, the Immediate Past President and the Parliamentarian.
- B. The Immediate Past President has voting rights.
- C. In accordance with Robert's Rules of Order, the Parliamentarian has no vote except in the case of a ballot vote, the purpose of which is to maintain a position of neutrality.

SECTION 2. DUTIES OF THE EXECUTIVE COMMITTEE:

- A. Transact any necessary business between meetings of the Board of Directors and club meetings.
- B. Approve committee appointments made by the President.
- C. Approve the budget.
- D. Adopt Standing Rules necessary to carry out the work of RWWC.
- E. Perform other such duties as assigned by the Board of Directors or the club.
- F. Ratify actions of the Board of Directors at its next meeting.
- G. Give at least two (2) weeks written notice for Board Meetings.
- H. Give at least seven (7) days written notice for a Special called meeting.
- I. In situations when meeting in person is not possible, meetings may be held by conference call, Skype, Zoom or other approved electronic methods where all participants can be seen and heard

SECTION 3. QUORUM:

A majority of the Executive Committee shall constitute a quorum.

SECTION 4. ATTENDANCE:

Members of the Executive Committee are required to attend a minimum of 50% of Board Meetings and 50% of General Membership Meetings.

SECTION 5. COMPOSITION OF THE BOARD OF DIRECTORS:

Shall consist of all members of the Executive Committee and Chairmen of Standing Committees.

SECTION 6. DUTIES OF THE BOARD OF DIRECTORS:

- A. To be the governing body of RWWC.
- B. To rule on the removal of a member of the club.
- C. To elect delegates and alternative delegates to the TFRW Convention.
- D. To adopt the budget and Program of Action.
- E. To provide access to the Bylaws to every club member.
- F. To attend a minimum of 50% of Board Meetings and 50% of General Membership Meetings.

SECTION 7. STANDING COMMITTEE CHAIRMEN:

- A. Are appointed by the President and approved by the Executive Committee.
- B. Are appointed for a two (2) year term and shall be granted one vote per committee.
- C. Elected officers may have multiple duties.

SECTION 8. DUTIES OF THE STANDING COMMITTEE CHAIRMEN:

A. Bylaws:

1. Assumes responsibility for bringing copies of NFRW, TFRW and RWWC Bylaws to all General Membership Meetings.
2. Forms a committee every two years to review and revise the club's Bylaws if needed and submit changes to the Board for approval.

3. Submits revised Bylaws and Board approved Bylaws to TFRW for approval.
4. Submits TFRW approved Bylaws to the General Membership via email, at least thirty (30) days prior to the next General Membership Meeting.
5. May fulfill the role of Parliamentarian.

B. Campaigns and Elections:

1. Is the liaison between RWWC and Republican candidates running for office and the Williamson County Republican Party.
2. Provides timely information regarding elections.
3. Coordinates all activities of the club's campaign program.
4. Is the source of information on candidates, name of campaign manager, phone contact information, email addresses upcoming event schedules, etc. 5. Provides information about Republican candidates at all levels for RWWC and the community.
6. Supplies any available printed campaign materials on candidates at club meetings, keeping said materials outside the meeting room.
7. Maintains a file on members' skills and talents that could be useful on campaigns.
8. Encourages members to run for office.
9. Is knowledgeable in all areas of campaigning, phone banking, direct mail, voter identification, getting out the vote, door knocking, etc.
10. Organizes a system for members to keep track of campaign volunteer hours.
11. Encourages members to contact individually our representatives at the local, state and national levels, on issues of concern, both pro and con.

C. Finance, Fund Raising and Special Events:

1. Formulates with the President a plan for a Fund Raiser or Special Event, to be approved by the Board.
2. Solicits volunteers to be on her committee.
3. Secures a speaker and venue.
4. Carries out all details of said event with the help of her committee members.
5. Works with the Treasurer to assist her in her duties.

D. Legislation and Research:

1. Reports on legislation affecting members on a local, state or national level.
2. Provides follow-up on legislation of interest to members.
3. Encourages and activates members to respond to legislation through NFRW CAP Alert program.
4. Encourages members to express opinions via talk radio, letters to the editor, phone calls and emails.
5. Works with RWWC webmaster or Corresponding Secretary to send email alerts and updates to members on legislation.

E. Membership:

1. Works with the Second (2nd) Vice President to increase membership.
2. Works with the Corresponding Secretary using email blasts, Constant Contact, the website and other correspondence for outreach in the community, with the goal being to build a greater understanding and acceptance of the Republican Philosophy and Platform.
3. Works closely with Campaign Chair and the Fundraising Chair.
4. Acts as a conduit for passing on important information to RWWC members concerning local, state and national issues.

F. Public Relations/Social Media:

1. Establishes a relationship with the media for the purpose of informing the public about the club's

- programs, special events and elections.
- 2. Maintains a current list of media contact information.
- 3. Coordinates photographs to document events for RWWC or media use.
- 4. Develops and keeps an updated scrapbook of events to document the year's activities and accomplishments.
- 5. Expresses gratitude in a timely manner to reporters and editors who provide coverage of the club's events.
- 6. Maintains all club social media. Promotes club events, candidates, and other GOP matters.

SECTION 9. SPECIAL COMMITTEES:

Deemed necessary by the club or Board of Directors, appointed by the President, subject to the approval of the Executive Committee. These committees are not two-year positions and do not vote at Board of Directors meetings.

A. Americanism:

- 1. Arranges for the proper display of the flag at all club functions.
- 2. Leads the Pledge of Allegiance and the singing of the National Anthem at all General Membership Meetings and arranges a substitute in her absence.
- 3. Leads the Pledge of Allegiance at Board Meetings.
- 4. Keeps the members apprised of events honoring our flag, our Constitution and service men and women, both past and present.

B. Awards:

- 1. Works with the President towards participation in NFRW and TFRW Awards programs and completion of forms.
- 2. Assists the President with the club's recognition awards.

C. Caring for America/Community Outreach:

- 1. Encourages volunteerism outside of politics in private sector initiatives based on the belief that problems can be solved more effectively through the combined generosity and combined energy of individuals rather than through government dependency and programs.
- 2. Selects, with Board approval, the project/projects which would benefit the community, the Armed services and/or senior Citizens.
- 3. Takes responsibility for achieving the NFRW Caring for America Award.

D. Chaplain:

- 1. Delivers or selects another individual to deliver the Inspirational and/or Devotional message and gives the Invocation at General Membership Meetings.
- 2. Visits hospitalized members when appropriate.
- 3. Works closely with the Sunshine Chair to insure club members feel appreciated and encouraged.

E. Communication:

- 1. Provides emergency communication with members as needed.
- 2. Informs the 2nd VP and the Treasurer of any prospective new members or visitors planning to attend a meeting.
- 3. Advises the Chaplain/Sunshine Chair of any member or circumstance needing a card or call from the Club.

F. Financial Review:

- 1. Heads a committee of three (3) active members, appointed by the President in November whose duty shall be to review the Treasurer's accounts at the close of the fiscal year and to report to the

first Board meeting in the following fiscal year.

2. The chair shall report their findings to the General Membership.

G. Hospitality:

1. Works with the Program chair to develop table decorations appropriate to the theme of the event.
2. Decorates the tables prior to the arrival of the guests at the General Membership meetings.
3. Removes tables decorations at the end of each meeting.

H. Literacy/Book Club:

1. Develops program(s) promoting education and literacy.
2. Fosters the Republican philosophy and ideas through donations of related books to libraries, schools, hospitals and other institutions.
3. Promotes TFRW and NFRW scholarships and internships to young Republican women.
4. Searches out a local teacher with Republican values and promotes her for TFRW Teacher of the Year.
5. Encourages RWWC members to read books on Republican issues and themes.

I. Nominations:

1. In odd numbered years, a Nominating Committee of no more than five (5) and no less than three (3) members and one (1) alternate shall be elected by a majority vote of the club membership.
2. The members of the Nominating Committee shall elect a chairman from their own number and the Chairman shall designate a time and place for the Nominating Committee to meet.
3. The President shall not be a member of this committee.
4. The Chair and her committee shall compile a list of nominees to fill the elective offices of President, First Vice President (1st VP), Second Vice President (2nd VP), Treasurer, Recording Secretary and Corresponding Secretary.
5. The Chair shall conduct the election of officers at the September General Membership Meeting, using Robert's Rules of Order as protocol.

J. Outreach:

1. Formulates with the President a plan to reach out to minorities, teaching them the benefits of the Republican philosophy.
2. Encourages club members to expand activities in their communities and organize club projects as directed by the Board of Directors.

K. Parliamentarian:

1. Serves as counsel to give advice on Parliamentary procedure.
2. Is familiar with the Bylaws and Standing Rules of the club.
3. Is entitled to the membership privilege of a ballot vote, should a ballot vote be needed, if she is a club member.

L. Sunshine:

1. Sends greeting cards to members needing encouragement or in times of illness or death.
2. Delivers the Inspiration and Invocation at General Membership Meetings in the absence of the Chaplain.
3. Works in harmony with the 2nd VP to obtain new members.

M. Voter Registration:

Sets up a minimum of two (2) voter registration drives for RWWC in Williamson County.

N. Women in Business:

1. Works with the 1st VP to promote Republican Women in business at luncheons and meetings.
2. Highlights members in the Newsletter and develops a list of businesses run by our members for the Membership Directory.
3. Works to involve business owners and employees in Republican causes and the RWWC.

O. Women's Health: Educates and motivates members to be health advocates, focusing on women's heart health, breast cancer, domestic violence, child abuse and other issues.

P. Greeters

1. Welcome guests on arrival and direct them to the registration tables.
2. Hand out information that is pertinent to the club and under the discretion of the club president.

SECTION 10:

- A. All members of committees must be active members in good standing with the club. Women Associate members may serve on Committees.
- B. No member of committees will have an affiliation with any partisan political organization that is not officially recognized as a part of the NFRW, the TFRW and the Republican National Committee applies to clubs as entities and to individual members.

SECTION 11:

The President shall be an ex-officio member of all committees except the Nominating Committee and the Financial Review Committee. The President shall have final authority over all printed materials.

**Article VII
Meetings**

SECTION 1. REGULAR MEETINGS:

A minimum of five (5) regular meetings shall be held during the club year. These meetings shall be held as decided by the Board of Directors. A quorum at a club meeting shall be 20% of voting members.

SECTION 2. SPECIAL MEETINGS:

Special meetings may be called by the President or upon the request of five (5) members of the Board of Directors. The purpose of the meetings shall be stated in the call, with no other business to be transacted at the meeting. At least a five (5) day notice shall be given to all members for any special meeting. Those present shall appoint someone to take minutes.

SECTION 3. ANNUAL MEETING:

The December meeting will be designated as the Annual Meeting.

SECTION 4. VOTING:

A vote of the Executive Committee, the Board of Directors or Club membership may be conducted by mail, telephone, fax or email between meetings provided there is participation by a majority of the members of the body. The vote shall be ratified and entered into the minutes at the next regular meeting of the body.

SECTION 5. ALLEGIANCE:

- A.** Neither the RWWC nor any individual member shall advocate a split party, support a candidate running on an opposition ticket or anyone running on a platform that is contradictory to the Constitution of the United States.
- B.** Neither the RWWC nor its President shall endorse any candidate for office before the primaries or national convention or participate in any factional contest, except as directed by the NFRW.
- C.** The club shall not establish a contractual relationship with any political organization which is not officially recognized as working in concert with the TFRW, the NFRW and the Republican National Committee.
- D.** Non-Republican political candidates, political officeholders, party officials or their representatives shall not be allowed to address the group or distribute political materials at State Federation, or Club meetings or events. This includes office holders in non-partisan races. A Democrat SHALL not have the opportunity to speak AT ANY TFRW EVENT.
- E.** Clubs within this organization shall observe the same policy as A, B and C above
- F.** A stand on national or state issues may be taken only after careful review by the Board of Directors and ADOPTED by a two-thirds (2/3) vote of the Board of Directors except in the case of a directive from NFRW on an issue of national urgency.
- G.** Requests for state and local issues that have not been authorized by the State Federation may to be submitted to the TFRW President for review.
- H.** Only those who meet the criteria or qualifications set forth in these bylaws and whose conduct is not detrimental to the Federation or Clubs may be admitted to or continue in membership.

SECTION 6. VACANCIES:

If a vacancy occurs in an elective office, the immediate past Nominating Committee will reconvene and submit a nominee to be elected by the TFRW Board of Directors at its next meeting following the vacancy. Nominations may be made from the floor by the voting members of the Board of Directors. Notice of such vacancy shall be given with the Call to the meeting, or if the vacancy occurs after the call is issued, by letter, phone, fax, or email. An officer, elected to fill an unexpired term of one year or less, is eligible to succeed herself for two full two-year terms.

SECTION 7. ENDORSEMENTS:

The Club as a whole and its President and Campaign Activities Chair 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 may work for the candidate of their choice in contested Republican primaries, but not in the name of the Club or Federation.-An officer of this organization who is a candidate or whose spouse or family member is a candidate shall be exempt from this rule, however, they may not do so in the name of the organization or by utilizing the logo or stationery without the approval of the NFRW/ TFRW. NFRW Bylaws provide for removal of membership for any member, state Federation or local club that advocates a split party ticket or supports a candidate who is running on an opposition ticket.

ARTICLE VIII NOMINATIONS AND ELECTIONS

SECTION 1. NOMINATIONS:

- A.** In odd numbered years, a nominating Committee, of no more than five (5) and no less than three (3) members and one alternate, shall be elected by a majority vote of the club membership in May.
- B.** Notice of the election of members of the Nominating Committee shall be included in the Call for the Membership Meeting at which the Nominating Committee shall be elected.
- C.** The nominating Committee shall elect its own chair.
- D.** The Parliamentarian will instruct the committee as to proper procedure and will be available for further counsel if needed.
- E.** The Chair of the Nominating Committee shall:
 - 1.** Designate a time and place for the Nominating Committee to meet.
 - 2.** Work with the committee for the purpose of nominating one (1) nominee for each office at least thirty (30) days prior to the election of officers.
 - 3.** Report a slate of nominees at the August or September meeting of said year.
 - 4.** Accept nominations from the floor, following the report of the proposed slate of officers from the Nominating Committee.
 - 5.** Nominations from the floor shall have received the consent of the nominee before her name shall be called.
 - 6.** Provide the names of the nominees to be included in the Call for the Meeting at which the officers are to be elected, hopefully October.
 - 7.** All nominees shall be active members in good standing and shall give written consent to serve if elected.
 - 8.** Nominees shall be Bona-fide Republicans and shall be in accord with the Bylaws and Policies of this organization, the Republican Party and its Platform.
 - 9.** Nominees shall provide a certified copy of their voting record from their local Election Commission.

SECTION 2. ELECTION OF OFFICERS:

- A.** The election of officers shall be by ballot at the regular meeting in September or October.
- B.** If there is but one nominee for any office, the election may be by voice vote.
- C.** No officer may simultaneously run for more than one office. Officers may run for a second two-year term.

SECTION 3. NOMINEES:

- A. Nominees** to the TFRW elective offices submitted by the TFRW **Nominating Committee Chair** shall be members in good standing of the TFRW and shall be in accord with the purposes, bylaws and policies of this Organization, and the Republican Party. Oral consent to serve, if elected, must be given to the nominating committee chairman and shall be followed by immediate written consent and a certified copy of her voting record to the nominating chair. The nominating committee chair will submit all forms to the TFRW President prior to the election.
- B.** Nominations for the elective offices may be made from the floor at the Biennial Convention following the report of the nominating committee. Such nominees shall be members in good standing of the TFRW and shall be in accord with the purposes, Bylaws and policies of this Federation and the Republican Party. Oral consent to serve, if elected, must be given to the nominating committee chairman and shall be followed by immediate written consent and a certified copy of her voting record

to the nominating committee chair. The nominating committee chair will submit all forms to the TFRW President prior to the election.

- C. Members seeking to be elected to the TFRW Executive Committee who have not voted in three (3) of the last four (4) most recent state and/or local Republican primary elections can submit, in writing, a clarification of their record to the TFRW President and must be approved by the Board of Directors.

ARTICLE IX DUES AND FISCAL YEAR

SECTION 1:

The fiscal year for the RWWC shall be January 1 through December 31 to conform with the fiscal year of the TFRW and the NFRW.

- A. The Treasurer shall pay per capita dues to the TFRW and the NFRW as soon as possible after the beginning of the new fiscal year with the first payment to be received no later than February 1 of said year and quarterly thereafter.
- B. The RWWC shall pay an annual service charge of \$10 (or whatever amount is set by NFRW) to the NFRW, for which it shall receive all mailings and other services of the NFRW.
- C. The RWWC shall pay state dues of \$4 per member (or whatever amount is set by TFRW) to the TFRW, for which it shall receive all mailings and other services of the TFRW.
- D. Payment of dues to the TFRW and the NFRW by the Treasurer shall be accompanied by a list of the names, addresses with zip codes, and phone numbers of the Club President, Treasurer and all members whose dues have been paid.

SECTION 2:

The annual dues for voting members shall be determined annually by the Board of Directors and set forth in the Standing Rules.

SECTION 3:

The annual dues for an Associate Members shall be determined by the Board of Directors and set forth in the Standing Rules.

SECTION 4:

Dues shall be paid immediately upon joining the club or renewing membership in the club and are due January of each year.

SECTION 5:

The membership year of RWWC shall conform with the membership year of the TFRW and the NFRW.

SECTION 6:

No member shall vote at a meeting whose dues and/or any outstanding charges have not been paid for the current fiscal year.

ARTICLE X CONVENTIONS

SECTION 1. NATIONAL BIENNIAL CONVENTION:

- A. One delegate and one alternate to the National Convention shall be elected by the club. The alternate shall vote only in the absence of the delegate from the floor. The delegate and alternate must have been a member of RWWC in good standings for at least sixty (60) days before their election.

- B. A club must be in good standing to be eligible for representation at a Biennial Convention. A continuing club shall have paid the previous year's dues and service charge and maintained its current dues and service charge. The state's delegate representation shall be based on the current dues received at NFRW headquarters postmarked no later than ninety (90) days before the convention.
- C. New clubs must be in good standing for at least six months prior to the convention to be eligible for representation.
- D. Names and addresses of Club delegates and alternates shall be submitted to the State President, the State 2nd Vice President, and to their respective Area Vice President no later than thirty (30) days before the Convention. Any emergency change necessary after the filing date must be in writing to the in NFRW President, with a copy to the TFRW president no later than ten (10) days prior to the convention.
- E. Delegates-at-large and alternate delegates-at-large shall be elected by the Board of Directors in such numbers as prescribed by the National Federation Bylaws.

SECTION 2. STATE BIENNIAL CONVENTION:

- A. A Biennial Convention shall be held in odd years at such time and place as shall be determined by the Board of Directors, bids for convention site having been submitted by clubs in writing to the State President during the immediate past Biennial Convention. The call to Convention shall be sent to all club Presidents and Board Members at least sixty (60) days prior to the Biennial Convention.
- B. At the State Biennial Convention, a club shall be entitled to one delegate and one alternate for every ten (10) memberships paid to the State Federation no later than sixty (60) days before the Convention. Delegates and alternates are to be elected by each club after due notice to the membership. Delegates and alternates must have been members at least sixty (60) days prior to their election.
- C. A majority of delegates credentialed and attending shall constitute a quorum. No voting by proxy shall be permitted.
- D. Clubs must have been chartered and in good standing at least six (6) months prior to the Biennial Convention.
- E. Names and addresses of club delegates and alternates shall be submitted to the State President and to their Area Vice President no later than thirty (30) days prior to the Convention.
- F. The six statewide elected officers, the Area Vice Presidents and Immediate Past president of the TFRW shall have delegate-at-large status at the State Biennial Convention.

G. Nominations from the Floor:

1. Nominations for the elective officers may be made from the floor at the Biennial Convention following the report of the nominating committee. Such nominees shall be members in good standing of the TFRW and shall be in accord with its purposes, Bylaws and policies of this Federation and the Republican Party. Candidates who wish to be nominated from the floor shall provide their written consent to serve to the TFRW President prior to the election. Candidates must also provide from their local election commission office, a certified copy of their voting record to the TFRW President prior to the opening of the convention.
2. In case of extreme emergency, this rule may be suspended by a two-thirds (2/3) vote of the convention delegates to allow a nomination provided the nominee pledges to submit a certified voting record from their local election commission within two (2) business days of the close of the Convention.

SECTION 3. AREA CONVENTION:

- A. Each Area Convention shall be called at least ninety (90) days prior to the State Biennial Convention for the purpose of electing an Area Vice President and to take up any other issue the convention

- delegates deem appropriate. The time, date and location of the Area Convention must be submitted with this Call to the State President and to all club presidents within her Area.
- B.** Clubs must have been chartered and in good standing at least three months prior to the Area Convention in order to have delegate representation at the Area Convention.
 - C.** The Area Nominating Committee shall be composed of one representative from each club within that Area. The Committee shall elect its own chairman and secretary. Each club shall elect its own representative to the Area Nominating Committee and she shall be considered one of the delegates in the Area Convention quota. The Nominating Committee shall submit by mail, fax, email, or any other approved electronic communication, the name of the nominee to the Area Vice President and to each Club President within that area thirty (30) days prior to the Area Convention. The location and time of the Nominating Committee shall be set by the Area Vice President. She shall notify each Club President in her Area by mail, fax, email or any other approved electronic communication of her decision.
 - D.** Within forty-five (45) days after the Area Vice President's Call to the Area Convention, each Club shall elect delegates and alternate delegates to that Convention. A Club shall be entitled to one delegate and one alternate for every ten (10) memberships paid to the State Federation within thirty (30) days after the Call to the Area Convention. Delegates and alternates are to be elected by each Club after due notice to the membership. Delegates and alternate delegates must have been members at least sixty (60) days before their election.
 - E.** Names and addresses of each club's delegates and alternates to the area convention shall be submitted by mail, fax, email, or the approved electronic communication to the following individuals, at least 15 days prior to the area convention: (1) the State President; (2) the Area Vice President; and (3) the State Membership Chairman. persons running from the floor who wish to obtain a list of delegates and alternates in her area shall make such requests to the Area Vice President.
 - F.** The incumbent Area Vice President shall function as the presiding officer of the Area Convention. If the Area Vice President is unable to serve, The Area Nominating Committee shall select a presiding officer.
 - G.** The floor must be opened for other nominations following the report of the Nominating Committee. Such other nominees shall give a written consent to serve and her certified voting record to the Area Vice President before voting takes place. A majority of the delegates attending the Area Convention shall constitute a quorum. A majority of votes cast shall constitute election of their Area Vice President. The incumbent Area Vice President (or presiding officer) shall submit to the State President, Vice President and State Secretary the name, address and telephone number of the Area Vice President-elect no later than ten (10) days following the Area Convention. The Vice President-elect will be installed at the following State Biennial Convention and will assume office January 1st following installation, term expiring December 31st two years hence.
 - H.** In the event that an Area fails to elect a Vice President thirty (30) days prior to the State Biennial Convention, it becomes the duty of the State Nominating Committee to recommend a candidate from the Area in question to fill this office. Such Area shall be alerted by the State President to caucus immediately prior to the State Biennial Convention. The recommended candidate's name shall be placed in nomination during the caucus, at which time other candidates may be nominated from the floor. A majority of the delegates present and voting shall constitute the election of their Area Vice President. The incumbent Area Vice President shall submit to the State President, Second Vice President and State Secretary the name, address and telephone number of the Area Vice President elect no later than ten (10) days following the Convention.
 - I.** The spouse of a Republican currently representing Tennessee in the United States Congress, the spouse of a Republican Governor, and the Past Presidents of the State Federation shall serve as Honorary Members of the Federation. Past Presidents in good standing shall have the same rights as a paid member.

**ARTICLE XI
PARLIAMENTARY AUTHORITY**

NFRW Bylaws and Robert’s Rules of Order Newly Revised shall govern RWWC in all instances where they are applicable and in which they are not inconsistent with NFRW and/ or TFRW Bylaws and any special rules of order that TFRW may adopt.

**ARTICLE XII
AMENDMENTS**

These Bylaws may be amended by a two-thirds (2/3) vote of those in attendance at any regular General Meeting of the club at which they are to be amended, provided that notice of the proposed amendments have been sent to each member thirty (30) days prior to the date of the General Membership Meeting.

**XIII
DISSOLUTION**

SECTION 1:

RWWC may be dissolved by a two-thirds (2/3) vote at any regular or special meeting of the club, provided that notice of the dissolution has been submitted in writing at the previous meeting and has been sent by mail or email to all members of the club.

SECTION 2. ASSESTS AND NAME USE:

- A.** Upon dissolution of this club, the assets shall be turned over to the TFRW. None of the assets shall be distributed to any member or officer of the club.
- B.** The right to use the name of Republican Women of Williamson County shall revert to the TFRW.

These Bylaws have been approved by TFRW and approved and adopted by RWWC this day

Debbie Ballard
President, 2021 -2023

REVISED 5/8/2022 RWWC

EXECUTIVE COMMITTEE

Debbie Ballard President
Melissa Miles, 1st VP
Kilynn Schueler, 2nd VP

Amy Nolte, Treasurer

Liz Gibbs, Recording Secretary

Elise Lundquist, Corresponding Secretary

BYLAWS COMMITTEE

Kilynn Schueler, Chair

Paula Uhlir, Parliamentarian