

By-laws

ARTICLE I-NAME

The name of the club shall be the Republican Club of Greater Largo Inc. hereinafter referred to as the Club.

ARTICLE II-OBJECTIVES

The objectives of the Club shall be:

- (a) To attract members into and involve them in the Republican Party and subsequently provide them with a practical means of Republican Party participation, leadership training and political involvement, at all levels of government.
- (b) To support 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 registered Republicans in non-partisan elections.
- (c) To support and encourage worthwhile local improvements.
- (d) To support the objectives and policies of the National, State, Congressional and county Committees of the Republican Party and to cooperate with those committees in seeking the election of Republican nominees.
- (e) To engage in and sponsor activities that the Club feels will aid in the political education of the citizens in the community.
- (f) To encourage and stimulate the activity of all people in the affairs of government.
- (g) To advance the principles of the Republican Party, and to promote the Party's programs.
- (h) To solicit and manage funds and disburse payments for expenses incurred by the organization as may be necessary and appropriate to advance its legitimate objectives and activities.
- (i) To bring citizens of voting age into the Republican Party.

ARTICLE III-MEMBERS

Section 1. Membership. The Club shall recognize the following two (2) classes of membership:

- (a) Active membership – Active membership shall be open to any registered Republican voter, who resides, conducts a business or serves local government within Pinellas County, Florida and acknowledges support of the principles, objectives and mission of the Club, and who have paid the annual dues.
- (b) Associate membership - Associate membership shall be open to any other registered Republican voter who does not qualify for Active membership status, but who otherwise support the principles, objectives and mission of the Club.

Section 2. Dues. The annual dues for each class of membership shall be fixed by the Board of Directors, payable to the Treasurer upon becoming a member and thereafter on January 1st of each year.

Section 3. Fiscal Year. The fiscal year of the Club shall be May 1st to April 30th.

ARTICLE IV – OFFICERS

Section 1. Officers: The officers of the Club shall be a President, First Vice-President, Second Vice-President, Secretary and Treasurer.

ARTICLE V – BOARD OF DIRECTORS

Section 1. The governing body of this club shall be a Board of Directors consisting of nine members. The Board shall be composed as follows:

There shall be a President, Vice-President, Second Vice-President, Secretary, and Treasurer who shall be elected every two years by the Active Members of the Club. Four other Active Members shall be elected for two-year terms in even and odd years (two each year) to be directors of the Club. In addition, the immediate Past President shall serve as an honorary member of the Board of Directors with full voting powers.

Section 2. The President shall be the presiding officer at all meetings and shall be the chief executive officer of the club, exercising a general supervision of the interest and welfare of the Club. The President shall perform such other duties as ordinarily pertain to this office and shall preside at all meetings of the Board of Directors.

Section 3. The First Vice-President, whose duties shall be to preside at meetings of the club in absence of the President, and shall serve as the Club's Program Chair, and shall perform such other duties assigned by the President of the Board of Directors.

Section 4. The Second Vice-President whose duties shall be to preside at meetings of the Club in the absence of the President and the First Vice-President, and shall serve as the Club's Membership Chair, and shall perform such other duties assigned by the president or the Board of Directors.

Section 5. The Secretary, whose duties shall be to keep records of attendance at meetings, record and preserve the minutes of the Club and the Board of Directors and perform such other duties as pertain to this office. Upon retirement from office, the Secretary shall turn over all minutes, books and records or any other Club property in his/her possession of his/her successor or to the President.

Section 6. The Treasurer, whose duties shall be to have custody of all funds, account for the same to the Club at its annual meeting and shall provide the board of Directors with a financial report at each monthly Board meeting. The Treasurer shall perform such other duties as pertain to the office. Upon his/her retirement from office, the Treasurer shall turn over to his/her successor, or to the President, all funds, books of account, or any other club property in his/her possession.

Section 7. The President shall appoint a Parliamentarian to rule on all points of order.

Section 8. The President, Vice-President, Second Vice-President, Secretary and Treasurer shall be eligible to be re-elected to successive two-year terms of office without limitation, except as otherwise provided for in these by-laws.

Section. 9. Any member of the Board of Directors who misses three consecutive Board meetings thereof without good cause shown shall automatically forfeit the office they hold. Their successor or successors shall be appointed by the remaining members of the Board of Directors. Any member of the Board of Directors who misses two consecutive general meetings of the Club shall be notified by the Club's Secretary, by mail and/or email, that he/she is liable to forfeiture of office by reason of missing three successive general meetings.

ARTICLE VI – ELECTION OF OFFICERS AND DIRECTORS

Section 1. Officers shall be elected at the annual meeting of the organization in May of each calendar year and shall hold office for a period of two years or until their successors are duly elected and qualified, except that members of the Board of Directors shall be elected as follows:

Two Directors shall be elected during the even numbered year and two Directors shall be elected during the odd number year.

Section 2. Vacancies: A majority of the members present at a duly called meeting shall appoint an eligible member to fill a vacancy in any office for the remainder of the term. However, a vacancy in the Presidency shall be filled by the First Vice-President, and the Second Vice-President shall become First Vice-President.

ARTICLE VII – MEETING

Section 1. Regular general meetings of the Club shall be held at the date, time and location specified, as determined by a majority vote of the Club, or by a majority vote of the Board of Directors. The Club shall hold a minimum of six regular meetings each year.

Section 2. The regular meeting held during the month of May shall be known as the Annual Meeting of the Club, and shall be for, but not limited to, the election of officers.

Section 3. Special meetings of the Club may be called by the President or by the Board of Directors. At least ten-days-notice must be given, and the purpose of the special meeting must be stated in the notice.

Section 4. Only Active Members shall be allowed to vote in meetings of the Club. Pursuant to the Republican Party of Florida Rules of Procedure, proxy voting shall not be allowed in any meeting of the Club.

Section 5. Thirty percent of the Club's membership classified as Active shall constitute a quorum.

ARTICLE VIII – EXECUTIVE COMMITTEE

Section 1. The officers of the Club shall constitute the Executive Committee of the Board.

Section 2. The Executive Committee shall have general supervision of the affairs of the Club between regular meetings of the Board of Directors. The Executive Committee shall be subject to the orders of the President, and none of its acts shall conflict with action taken by the Club or Board of Directors.

Section 3. Meetings of the Executive Committee may be called by the President as needed and may be conducted telephonically or by other electronic means. The Secretary shall record the minutes of all Executive committee meetings.

ARTICLE IX – COMMITTEES

Section 1. There shall be appointed by the President, from the membership, the following committee Chairpersons, whose duties are as follows:

- (a) Ways and Means: For the purpose of arranging social affairs and raising money.
- (b) Program: To secure speakers and entertainment at regular meetings. This committee chair would be the Club's First Vice-president, as per Section 3, Article VII above.
- (c) Hospitality: To take care of new members and guests, to act as ushers for dinners and meetings.
- (d) Membership: To constantly plan new ways to interest new members and plan membership drives, to check party affiliation of new members and to make reports to the Board of Directors. This chair should be the Club's Second Vice-President, as per section 4, Article VII above.
- (e) Publicity: To see that notices of meetings and affairs of all kinds are given to social media and other publications. Get publicity of the Board of Directors meetings, as well as regular meetings during the club year.
- (f) Auditing: To be composed of two voting members to audit the Treasurer's books and report at each annual meeting.
- (g) Nominating Committee: To be composed of five members whose duties shall be to draw up a slate of eligible members as candidates for office in the Club. Said committee shall consist of three members elected from the Board

of Directors and two members elected from the general membership. Selection of this committee shall be made at the February meeting. The final report of the Nominating Committee containing a slate shall be presented to the membership at the April meeting. Nominations can be made from the floor at the April meeting for any eligible and active member of the Club who has been a member one year or more upon verification of eligibility by the Treasurer. Nominees must be present at the meeting or submit written acceptance. Any nominee for President shall be a current or past director of the club.

(h) The President may appoint such further committees, as he deems necessary to carry out the purpose and object of the Republican Club of Greater Largo.

(1) Abraham Lincoln -Mac Norcross Memorial Service Award

During the Board meeting held in July of each year the President shall appoint a Committee to organize the presentation of the award during the general meeting held in October. The duties of this committee during the following month will be to research possible candidates and to submit the name of prospective candidates at the Board meeting in August for consideration and approval by a majority. A draft letter to elected officials and dignitaries announcing the honoree will also be distributed at this meeting for the Board's review and approval.

(i) The President shall be an ex officio member of all committees.

ARTICLE X – ENDORSEMENTS AND INTRA-PARTY DIFFERENCES

Pursuant to the Republican Party of Florida Rules of Procedure, 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 unless the county Executive Committee has endorsed one Republican over another. Then the Club may seek to influence the election of the candidate endorsed by the County Executive Committee. Chartered clubs shall not entertain motions to adopt platform positions on issues or endorse candidates except that they may entertain such motions to take the same position or endorse the same candidate as the County Executive

committee has taken. Under no circumstances shall a chartered club invite a non-Republican to be a guest speaker at a club meeting or function without prior approval of the County Republican Executive Board. The Chair of the Republican Party of Florida shall be the authority with respect to internal disputes referred by any Club or member of a club chartered under this rule.

ARTICLE XI – 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 Procedure, and any special rules of order the club may adopt.

The President shall appoint a Club Parliamentarian.

The Board of Directors may appoint, by majority vote, a legal advisor to the Board and Club, who shall be a member of the Florida Bar and an active member of the Club.

ARTICLE XII- AMENDMENTS TO BYLAWS

These bylaws may be amended on the recommendation of the Board of Directors and approved at any general meeting of the club by a majority vote of those present, provided that the amendment has been presented at the previous general meeting.

Adopted by the Board of Directors at a general meeting of the Board on the 24th day of April 2017, and ratified by the members at a general meeting of the members on the 19th day of June, 2017.

REVISED MARCH, 2026

President Dr. Sirena Pellarolo

Secretary Janice Cox