

— VIRGINIA BEACH —
Republican Women's Club

Bylaws

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BYLAWS FOR

Virginia Beach Republican Women's Club

ARTICLE I - NAME AND AFFILIATION

Section 1. Name:

The name of this organization shall be the Virginia Beach Republican Women's Club

Section 2. Federation Affiliation:

Virginia Beach Republican Women's Club shall be a member of the Virginia Federation of Republican Women (VFRW) and the National Federation of Republican Women (NFRW).

ARTICLE II - OBJECTIVES

The objectives of this organization shall be to:

- A. Increase the effectiveness of women in the cause of good government;
- B. Recruit and support Republican Women for elected office at all levels of government
- C. Disseminate information to all members
- D. Inform the public through political education and activity;
- E. Foster loyalty to the Republican Party at all levels of government;
- F. Promote the principles of the Republican Party;
- G. Work for Republican candidates in all elections, including non-partisan elections;
- H. Support the objectives and policies of the Republican National Committee; and
- I. Perform any lawful activity not inconsistent with the foregoing.

ARTICLE III - POLICIES

Section 1. Endorsement Policy

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. No member may use a VFRW or club title (former or current) to endorse a candidate prior to the selection of a nominee. It is incumbent upon the member to advise campaigns that the member's title may not be used in any format. VFRW members who are running for office are not prohibited from using their title or membership in VFRW. Individual members of this club may work for the candidate of their choice in contested Republican primaries, but not in the name of the Club or Federation.

Section 2. Split Ticket.

Neither the Club nor an individual member shall advocate a split ticket, support an opposition candidate, or act against the NFRW or VFRW policies and bylaws.

Section 3. Other Organizations

The Club shall not affiliate with any political organization which is not officially recognized as working in concert with VFRW, NFRW and the Republican National Committee.

ARTICLE IV - MEMBERSHIP

Section 1. Primary Membership

- A. Primary Membership: Any Republican woman who is a resident of the Commonwealth of Virginia, has attained eighteen (18) years of age, believes in the philosophy of the Republican Party, advocates support for Republican candidates, and supports the objectives and policies of this organization, shall be eligible for membership.

- B. A member in good standing shall be a member who has paid the required dues for the current calendar year. The dues amount for primary members will be stated in the club's standing rules and amended as required.

Section 2. Associate Membership

- A. Any woman who is a primary member of another Federated Women's Club who supports the objectives and policies of this club shall be eligible to

become an associate member upon payment of required annual dues. The dues amount for associate members shall be stated in the club's standing rules and amended as required.

- B. Associate members cannot hold office, vote, or be counted in determining the number of delegates to NFRW or VFRW meetings or conventions.
- C. Republican men may be associate members but cannot make motions, hold office, have a voice, vote or be counted in determining the number of primary members. As Associate Members, men do not become members of the Virginia or National Federations of Republican Women.
- D. Associate dues remain with the club. Associate members are not reported to the State Federation or NFRW.

Section 3. Honorary Membership

- A. The VFRW District Representative will be an Associate/Honorary member of the clubs she represents.
- B. Honorary membership may be extended to any person selected by two-thirds of the Club's board of directors, present and voting at a properly called meeting.

Section 4. Membership in Affiliated Organizations

- A. Primary membership includes membership in the Virginia Federation of Republican Women (VFRW) and the National Federation of Republican Women (NFRW).

Section 5. Resignations and Removal

- A. The Board of Directors shall have complete jurisdiction over the removal of members from membership in the club. A two-thirds vote of those present and voting at a meeting for which proper notice has been given is required for removal. A member may be removed for any of the following reasons:
 - 1. Non-support of the Constitution of the United States of America
 - 2. Non-payment of dues;
 - 3. Supporting an opposition party candidate;
 - 4. Failure to uphold the policies and objectives of this club as stated in the bylaws;
 - 5. Failure to remain a "Primary Member in Good Standing" as set forth in the bylaws and/or the standing rules

- B. A member whose dues are delinquent shall so be advised in writing before removal for non-payment of dues.
- C. To remove a member for cause other than non-payment of dues, charges in writing, signed by not less than one-third of the members of the club's Board of Directors, shall be sent to the member. Said member shall be given 20 calendar days within which to appear before the Board and defend herself.
- D. Voluntary Resignation: In an election in which there is a Republican candidate, a member who chooses to run for office outside the Republican Party shall resign from her club or be removed by her membership for the remainder of the calendar year.

Section 6. Responsibilities of Local Clubs

- A. A local club whose members reside in more than one (1) Congressional District shall be counted as a local club in the district where the greatest number of its primary members reside.
- B. Local Clubs shall elect officers by December 31 each year. Their term of office shall begin January 1 regardless of when or if formal installation takes place. They shall serve until their successors take office. Local club presidents shall furnish the names, addresses, zip codes-plus four, phone and fax numbers, and email addresses of the elected officers to the President, Corresponding Secretary, and Treasurer of the VFRW no later than January 15 each year.
- C. Local club treasurers shall remit dues per capita and the local club service charge to the VFRW Treasurer, beginning January 1 and no later than thirty (30) days prior to the VFRW Convention. A list of the names, addresses, zip codes-plus four, phone and fax numbers, and when authorized, email addresses of the primary members shall accompany the dues.
- D. Bylaws and all proposed amendments thereto of all local clubs shall be sent electronically to the VFRW Bylaws Chairman for timely review, but no less frequently than every two (2) years. Local clubs may be requested by that chairman to amend club bylaws to conform with VFRW and /or NFRW Bylaws. Review of bylaws and all amendments will be accomplished within ninety (90) calendar days after receipt. Any recommendations of the VFRW Bylaws Chairman shall be acted on at the first meeting of the local club, providing notice of such action to the club membership is in accordance with the bylaws of the club.
- E. Local clubs will contribute funds to cover the administrative expenses of

their District Representative for printing, postage, phoning etc. The amount each local club will contribute will be determined by the local clubs within a district.

- F. Local Clubs will furnish copies of their newsletter and/or calendar of events to the District Representative.
- G. Local Clubs will furnish copies of their newsletter to the VFRW President and Corresponding Secretary.
- H. Each local club shall designate at least two (2) officers with authority to sign checks and verify that the names are on file at the local bank where the club account is housed. The club president shall send the names of the officers with signing authority to the VFRW Treasurer. Each club will have its own federal ID#, and the club bank account shall be in the club's name.

ARTICLE V – DUES

Section 1. Fiscal Year

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

Section 2. Membership Dues

Membership expires on December 31 of each year. Dues shall be payable no later than December 31 and shall be delinquent March 1. Dues collected in November and December may be applied to the following year's membership.

Section 3. Service Charges

Clubs shall pay VFRW dues and NFRW per capita dues, and the annual service charges on behalf of their members, with the first payment of the year to be made no later than January 15 of each year.

ARTICLE VI - OFFICERS AND THEIR DUTIES

Section 1. Eligibility:

Each elected officer shall be a primary member in good standing in a VFRW club.

Section 2. Officers:

Elected officers of this organization shall be a President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary and Treasurer.

Section 3. Term:

Officers shall be elected at the annual meeting in November. Term of office shall be one year from January 1st to December 31st, or until a successor is elected. No officer shall serve for more than two consecutive terms in the same office. Six months or more shall be considered a term in determining eligibility for re-election.

Section 4. Vacancies

A vacancy in the office of President shall be filled by the First Vice President. All other vacancies in an elective office, shall be filled by the Executive Committee.

Section 5. Duties of the President:

The President shall:

- A. preside at all meetings of the club, the Executive Committee and the Board of Directors;
- B. call meetings of the Executive Committee and the Board of Directors;
- C. appoint a parliamentarian and the chairmen of all standing committees, except the Nominating Committee;
- D. prepare a program of action, after consultation with the chairmen of the standing, for presentation to the Executive Committee and approval by the Board of Directors;
- E. prepare an annual budget and present it to the Executive Committee for approval and recommendation to the Board of Directors;
- F. appoint at least two members of the Financial Review Committee in November to review the Treasurer's books and records at the end of the fiscal year.
- G. to be an ex-officio member of all committees except the Nominating Committee;
- H. to sign checks when necessary;
- I. to send the names, addresses, zip codes-plus four, phone and fax numbers and when authorized, e-mail addresses of the current club officers to the VFRW President, Corresponding Secretary and Treasurer by December 31st of each year;
- J. to be the official representative of the club whenever such representation is requested or required;
- K. to send a copy of the newsletter to the VFRW President.

Section 6. Duties of the Vice Presidents:

- A. The First Vice President shall serve as Program Chairman for her term of office;
- B. the Second Vice President shall serve as Membership Chairman; and maintain a current roster of members of the club.
- C. the Vice Presidents in their order shall perform the duties of the President in her absence and they shall also perform such other duties as may be assigned to them by the President.

Section 7. Duties of the Recording Secretary:

- A. Keep the minutes of all meetings of the club, the Executive Committee and the Board of Directors, and to have these minutes available to the President within 10 calendar days of such meetings; and keep a current inventory of club property and maintain club records.
- B. to perform other such duties as may be assigned to her by the President.

Section 8. Duties of the Corresponding Secretary:

- A. To conduct the correspondence of the club including the club Newsletter; and maintain a file of correspondence received.
- B. to send notices of all meetings to the club membership.

Section 9. Duties of the Treasurer:

- A. To keep accurate and detailed financial records, to be custodian of all funds of the club and to have general supervision of all expenditures to insure that expenditures are within approved budget;
- B. to give written and verbal reports at all meetings;
- C. to disburse funds as directed by the Executive Committee and as recommended by the Board of Directors and approved by the membership at a regular meeting;
- D. to collect dues from active and associate members;
- E. to maintain the official membership list of the club; and to place this list under irrevocable trust for the exclusive use of the club and the Virginia and National Federation;
- F. to send to the VFRW Treasurer at the beginning of the fiscal year, January 1st, and

no later than 30 days prior to the annual VFRW Convention:

- a. the club service charge;
 - b. to remit dues per capita, as dues are received throughout the year; and
 - c. a list of the names, addresses, zip codes plus four, phone and fax numbers and when authorized, e-mail addresses of the active members;
- G. to record the names, addresses, zip codes plus four, phone and fax numbers and when authorized, e-mail addresses of the associate members;
- H. to submit financial records to be audited at the completion of the Treasurer's term and/or the end of the fiscal year.
- I. to assist the President and Finance Committee in the preparation of the annual budget and to serve as an ex-officio member of the Finance Committee.

Section 10. Reports and Records:

Officers and committee chairmen shall furnish the President with an annual written report. Officers shall deliver all records, files and properties of the club to their successors or the President within five working days after retiring from office, unless otherwise directed by the President or Board of Directors.

Section 11. Appointed Officers

The President shall a Parliamentarian who shall be approved by the Executive Committee. The Parliamentarian shall serve as counsel and give advice on Parliamentary procedure.

ARTICLE VII - CLUB MEETINGS

Section 1. Regular Meetings:

Regular meetings of the entire membership shall be held so as to allow for at least five meetings a year. The time and place of these meetings shall be set by the Board of Directors with at least ten days notice given to the membership.

Section 2. Special Meetings:

Special meetings may be called by the President or on petition of one-fourth of the primary membership, provided all members are notified of the time, place and purpose at least five (5) days prior to such meeting. No matter shall be considered at a special meeting except that stated in the call to the meeting.

Section 3. Annual Meeting:

The November meeting of each year shall be designated the annual meeting at which time reports shall be given and the election of officers held.

Section 4. Quorum:

One-fourth of the active members of the club shall constitute a quorum at any meeting.

Section 5. Voting Eligibility:

An primary member must have paid membership dues at least two months prior to the annual meeting to be eligible to vote at the annual meeting.

Section 6. Fiscal Year:

The fiscal year of this club shall be from January 1st to December 31st.

ARTICLE VIII - BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE

Section 1. Board for Directors:

The Board of Directors shall be composed of the elected officers of the club, the immediate past President and the Standing Committee Chairmen.

Section 2. Duties of the Board of Directors:

The duties of the Board of Directors shall be:

- A. To meet at the call of the President and/or the Executive Committee. These meetings will be open to all active members who may speak to an issue when granted permission by the body; however, they may not vote;
- B. to transact any necessary business between meetings of the club, to make recommendations concerning the policies of the club, to advise the President and to adopt an annual budget; and
- C. to remove members from office as specified in Article IV, Section 5.
- D. To fill vacancies as specified in Article VI, Section 4.

Section 3. Quorum For Board Meetings

One-half of the members of the Board of Directors shall constitute a quorum at any meeting. A Board Member may appoint a proxy with a voice and a vote.

Section 4. Executive Committee:

The Executive Committee shall consist of the elected officers and the immediate past President.

Section 5. Duties of the Executive Committee:

The duties of the Executive Committee shall be:

- A. To meet when called upon by the President;
- B. to advise the President;
- C. to fill officer vacancies that may occur between elections as stated in Article VI, Section 5;
- D. to authorize the disbursement of funds in amounts designated by the Standing Rules. (Disbursement over set amount must be recommended by the Board of Directors and presented to the entire membership for approval at the next regular meeting); and
- E. to ratify the annual appointment of Standing Committee Chairmen

Section 6. Quorum for Executive Committee Meetings:

One-half of the members of the Executive Committee shall constitute a quorum at any meeting.

ARTICLE IX - STANDING AND SPECIAL COMMITTEES

Section 1. Standing Committees:

There shall be the following standing committees: Bylaws, Campaign Activities, Finance, Legislation and Public Relations

Section 2. Duties of Standing Committees:

These standing committees shall prepare programs of action in their respective areas for ratification by the President and Board of Directors. Their duties shall include those duties set forth by the VFRW and the NFRW.

Section 3. Special Committees:

Special Committees, except the Nominating Committee, shall be appointed by the

President. The President shall notify the club when special committees are appointed. Special Committees may include:

1. Communications
2. Caring for America
3. Literacy
4. Historian
5. Financial Review Committee

Section 4. Committee Chairmen:

The First Vice President shall serve as Program Chairman and the Second Vice President as Membership Chairman.

Section 5. Reports and Records:

All committee chairmen shall present reports at the annual November meeting. The records, files and properties of the club shall be delivered to their successors within five days following the new appointments.

ARTICLE X - NOMINATIONS AND ELECTIONS

Section 1. Nominations:

A Nominating Committee of not less than three primary members in good standing shall be elected by the club at a regular meeting at least two months prior to the annual meeting. The Nominating Committee shall elect a Chairman from one of its own number, and report one nominee for each office at a regular meeting, one-month prior to the annual meeting or by written notification to the club membership at least ten days prior to the annual meeting. No member shall serve for more than two consecutive years on the Nominating Committee.

Section 2. Nominations from the Floor:

Nominations may be made from the floor of the annual meeting following the report of the Nominating Committee.

Section 3. Requirement for Nominee Consent:

No one shall be a nominee who has not given prior consent to serve if elected.

Section 4. Election of Officers:

Officers shall be elected by ballot at the annual meeting. A majority vote shall elect. When there is only one candidate for an office, election may be by voice vote.

ARTICLE XI – STATE FEDERATION CONVENTION DELEGATES

Section 1. Annual Meeting

Prior to the VFRW Annual Convention, the Club shall elect representatives to the convention in the method set forth in the VFRW Bylaws.

Section 2. Elections of Delegates

Election of delegates and alternates shall take place at a general meeting before Convention to conform to VFRW certification requirement.

ARTICLE XII - PARLIMENTARY AUTHORITY

The current edition of *Robert's Rules of Order Newly Revised* and the NFRW and VFRW Bylaws shall govern the club in all cases in which they are applicable and in which they are not inconsistent with these bylaws and any special rules the VFRW Board of Directors or Annual Convention Delegates may adopt.

ARTICLE XIII - AMENDMENTS TO BYLAWS

Section 1. Vote Required For Amendments:

These bylaws may be amended by a two-thirds vote of the primary members present at any regular meeting, provided notice of the proposed amendment(s) shall have been submitted in writing to every member at least thirty (30) days before. Further, the proposed changes to the Bylaws shall be postmarked at least 30 days before it is to be voted upon.

Section 2. Review of Amendments and Bylaws:

Bylaws and all proposed amendments thereto of all clubs shall be sent to the VFRW Bylaws Chairman for timely review, but no less frequently than every two years. A club may be requested by that Chairman to amend club bylaws to conform to VFRW and/or NFRW Bylaws. Review of bylaws and all amendments will be accomplished within 90 calendar days after receipt. Any recommendations of the VFRW Bylaws Chairman shall be acted on at the first meeting of the club, providing notice of such action to the club membership is in accordance with the bylaws of the club.

Section 3. Automatic Amendment:

If any amendment to the VFRW or NFRW Bylaws makes a corresponding amendment to these bylaws necessary or causes them to be in conflict with the VFRW or NFRW Bylaws, these bylaws shall be amended automatically according to amendments adopted by vote of the national and state boards.

ARTICLE XIV - DISSOLUTION

In the event of the dissolution of the Virginia Beach Republican Women's Club, all assets, funds and records of that club shall revert to the VFRW, after all obligations have been met. The funds in the treasury and other assets and records shall go to the Virginia Federation of Republican Women. None of the assets will be distributed to any member or officer. Such transfer shall be completed within 30 days of the formal dissolution.

Date Bylaws Updated by Club September 28,2021

Date Approved by Bylaws Committee September 28,2021

STANDING RULES FOR Virginia Beach Republican Women's Club

Section 1. Membership Dues and Service Charge:

- A. The annual dues will be \$50.00 for an active member. Dues are payable upon joining and each December 1st thereafter.
- B. Associate members' dues shall be \$25.00 annually, regardless of when the associate member joins.
- C. The club shall pay a service charge of \$30.00 to the VFRW Treasurer no later than 30 days prior to the Annual VFRW Convention.

Section 2. Expenditure of Funds by the Executive Committee

The Executive Committee, by a majority vote, may authorize the expenditure of a maximum of \$200. Disbursement over that amount must be recommended by the Board of Directors and presented to the entire membership for approval at the next regular meeting.

Section 3.

These Standing Rules may be amended by a two-thirds vote of the members present and voting at a properly called meeting of the club.

Date Standing Rules Updated November 5, 2019