

**REPUBLICAN WOMEN
OF
WORCESTER COUNTY**



**BYLAWS
AND
STANDING
RULES**

Amended June 2, 2023

ARTICLE I – NAME

The name of this organization shall be REPUBLICAN WOMEN OF WORCESTER COUNTY.

ARTICLE II –MISSION

The object of the Club shall be to unite Republican Women into an effective and active part of the Republican Party; to assist in the political education of its members; to broaden the understanding of Republican aims in government; to foster loyalty to and promote the ideals of the Republican Party; and to increase the number of registered Republicans.

ARTICLE III – POLICY

This organization shall not endorse any candidate in a contested Republican primary or special election or nonpartisan election where more than one Republican candidate is in the race. Nothing herein shall prohibit the club from endorsing a candidate in a primary who is unopposed for the Republican Party nomination, after the deadline for candidate qualification has expired. No officer or member shall be permitted to work for or endorse a candidate of any party other than the Republican Party.

Individual Club members are free to work for the Republican candidates of their choice.

ARTICLE IV – MEMBERSHIP

Section 1 – Primary Membership

Primary membership in our club shall consist of Registered Republican women who believe in the philosophy of the Republican party and support the objectives and policies of this organization. A member in good standing shall be a member whose dues are paid to the Republican Women of Worcester County, Maryland. Dues paid include membership in the Maryland Federation of Republican Women and the National Federation of Republican Women.

Section 2 – Associate Membership

2.1 Registered Republican women who have primary membership in another federated club are eligible for Associate Membership in this club upon payment of required annual dues. Associate members cannot hold office or vote and cannot be counted for the purpose of determining the number of delegates to national or state federation meetings or conventions. They do not pay state or national federation dues.

2.2 Republican men are eligible for Associate membership upon payment of the required annual dues to the local club. They cannot hold office or vote and cannot be counted for the purpose of determining the number of delegates to national or state federation meetings or conventions. Republican men who are Associate members in local clubs do not become members of the state or national federations.

ARTICLE V – OFFICERS

Section 1 - Elected Officers

The elected officers shall be President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and Assistant Treasurer. These officers shall be elected at the October meeting in the uneven calendar years. The term of office shall be for two years and shall begin on January 1 of the upcoming calendar year, following the election. No officer shall serve more than two (2) terms in the same office.

A. Duties

1. **President**

The President shall preside at all meetings of the Executive Committee, Board of Directors and General Membership; appoint the Chairpersons of all committees except the Nominating Committee; call meetings of the Executive Committee, Board of Directors, and special meetings of members. She shall also serve as a member ex-officio of all committees, except the Nominating and Financial Review Committees; serve as a representative of the Club at Regional, State Federation and National Federation meetings; and, in general, supervise the work of the Club and have final authority over all printed materials as its Chief Executive Officer.

2. **Vice President**

The Vice Presidents shall serve as assistants to the President; the First or Second Vice President, in that order, shall perform the duties of the President in case of her temporary absence or inability to act. The First Vice President shall serve as Chairman of the Program Committee and the Second Vice President shall serve as Chairman of Fundraising.

3. **Recording Secretary**

The Recording Secretary shall report a quorum to the President at the opening of the general meetings. She shall be the custodian of all official Club records. She shall record the minutes of the Executive Committee and the Board of Directors meetings and distribute the Board of Directors minutes within a week prior to the following meeting. Club records shall be kept in perpetuity unless the club disbands, in which case the Board of Directors sends all records to be kept to MFRW.

4. **Corresponding Secretary**

The Corresponding Secretary shall execute all necessary correspondence, including thank-you notes to speakers, get-well cards, sympathy cards and welcome letters to members and to perform other duties as assigned by the President.

5. Treasurer

- a. Deposit all RWWC funds, upon receipt from Assistant Treasurer, in the name of RWWC in bank accounts or investment accounts as may be designated by the Executive Committee;
- b. Disburse funds according to the approved budget. (All disbursal checks shall be signed by the RWWC Treasurer *OR* the President of RWWC *OR* Assistant Treasurer.
- c. Keep accurate records, receipts and vouchers of all income and disbursements.
- d. Prepare reports of all transactions for monthly Board and membership meetings.
- e. Have her accounts reviewed annually. Financial Committee should review every year, and the records are reviewed with the new treasurer.
- f. At the end of her term, pass all RWWC books, papers and records of whatever kind in her possession to the succeeding Treasurer.
- g. Report membership information and remit dues to MFRW.
- h. Reports shall be kept in perpetuity unless the current Board votes otherwise.

6. Assistant Treasurer

The Assistant Treasurer shall:

- a. Receive all RWWC dues, keep the membership statistics, and forward membership information to the Correspondence Secretary.
- b. Record, keep, report, and transfer all dues and information to the RWWC Treasurer for deposit.
- c. Perform other duties as may be defined by the Board.
- d. In the absence of the Treasurer, she shall perform the Treasurer's duties.

B. Vacancy

1. A vacancy in the office of President shall be filled by the First Vice President with her consent.
2. All other vacancies in elected office shall be filled by the executive committee at the first meeting following the creation of the vacancy.

Section 2 – Executive Committee

The elected officers shall constitute the Executive Committee. The Executive Committee shall have the power to fill a vacancy in any elected office for the unexpired term; to create additional standing committees as may be deemed necessary from time to time; to approve the appointment of all appointed officers and committee chairpersons, and to secure meeting places for the Board Meetings.

Section 3 – Appointed Officers

An Historian, a Sergeant-at-Arms, and a Parliamentarian shall be appointed by the President with the approval of the Executive Committee.

Section 4 – Eligibility of Officers

To be eligible for elected office in the Club, a candidate shall be an active member in good standing and a registered Republican in Worcester County at the time of her election. All officers, chairpersons and members of Standing and Special Committees shall be active members in good standing of the Club.

ARTICLE VI – BOARD OF DIRECTORS

The Board of Directors shall consist of the members of the Executive Committee, Parliamentarian, Historian, the Sergeant at Arms, the Chairpersons of all Standing Committees. The immediate past president of RWWC will serve one year in an advisory capacity and will have a vote. Board members are expected to attend all Board Meetings except when excused by the President. After three unexcused instances, the President will notify the Board member that she is in jeopardy of being removed per majority vote of the Directors.

The Board of Directors shall have the power to transact all business of the Club between scheduled meetings thereof and to make recommendations as to policy.

ARTICLE VII – MEETINGS OF MEMBERS

Section 1 - Meetings

The RWWC Annual Meeting of members shall be held in the month of November at the time and place selected by the Luncheon Chair in cooperation with the Executive Committee. Business meetings shall be held once a month except during the months of July, August and December, unless otherwise ordered by the Executive Committee. The Board of Directors shall meet prior to the general meetings.

Special meetings of the Executive Committee and the Board of Directors may be called by the President.

Section 2 – Quorum

One-fourth (1/4) of the voting membership shall constitute a quorum at any regular or special meeting. At Executive Committee meetings, a quorum shall consist of a majority of the committee members and at Board of Directors meetings, a quorum shall consist of one-fourth (1/4) of the committee members.

Section 3 – Notice

Notice of the time and place of all meetings of members shall be mailed or sent electronically to said members, at least fourteen days (14) before the meeting. In the case of a special meeting, the purpose of the meeting shall be stated. In the case of a special meeting, the purpose, time and place of the meeting shall be made by telephone, or electronically.

ARTICLE VIII - COMMITTEES

Section 1- Standing

Standing Committees include: Budget and Finance, Bylaws, Legislative, Membership Public Relations, and Campaign Activities

Section 2 –Special

Special Committees include: Americanism, Awards, Caring for America, Chaplain, Historian, Hospitality, Literacy, Luncheon/Dinner, Financial Review, and Nominating. Other committees may be added as needed by the Executive Committee.

2.1 Financial Review Committee shall consist of three primary members appointed by the president in November of each year whose duty it shall be to review the treasurer's accounts at the close of the fiscal year and shall report to the Executive Committee and to the membership at the first meeting of the following fiscal year.

2.2 Nominating Committee shall be elected on odd years to choose a slate of officers for the upcoming biennium. The committee shall exist of not less than 3 nor more than 5 members.

Section 3-Committee Members

All Committee members must be primary members in good standing in the Club.

ARTICLE IX – DUES

Section 1-Fiscal Year

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

Section 2- Dues

The yearly dues of the regular and associate members shall be determined by the Executive Committee and are due and payable according to the various deadlines set by MFRW and NFRW.

A member, whose dues have not been paid by March 31, shall not be entitled to vote at any meeting of the Club and shall be dropped from the membership roll after a personal contact has been made by the membership chairperson to determine if they wish to remain members.

ARTICLE X

Officers' and Committee Records:

All officers and committee chairs shall deliver all records, files, and properties to their respective successors at the end of their terms or by Jan. 1.

ARTICLE XI – NOMINATIONS AND ELECTION

At the April meeting in the uneven calendar years, the Parliamentarian shall call for volunteers for a Nominating Committee of not less than three nor more than five members. At the May meeting, the Nominating Committee shall be elected by the general membership at large. The Committee shall elect its own chairperson. At least 30 days prior to the election, the membership will be notified by this committee of a slate of one (1) candidate for each office. No candidate

shall be nominated without her consent. Additional nominations may be made from the floor at the Oct. meeting, provided the candidate to be so nominated has given her written consent to the Parliamentarian prior to the General meetings. An officer candidate may not simultaneously run for more than one office.

In case of election by ballot, the President shall appoint an Elections Committee of not less than three (3) members, one of whom shall be the Parliamentarian as Chairperson. The Elections Committee shall provide all election materials and shall act as tellers for the election. The Parliamentarian shall close the elections. Only active members present and in good standing are eligible to vote. A majority of the eligible members present shall be sufficient to elect. Installation of elected officers shall take place at the annual meeting in November

ARTICLE XII – DISSOLUTION

This club may be dissolved by a two-thirds vote at any regular or special meeting of the club, provided that notice of the dissolution has been submitted in writing at least (30) days prior and has been sent to all members of the club. In the event of dissolution, the Executive Committee shall, after payment of all liabilities of the club distribute any remaining assets, charters, records to the MFRW. No funds shall be distributed to any member or officer of the club. The right to use the name of a dissolved club shall revert to the MFRW.

ARTICLE XIII – AMENDMENTS

Amendments of these Bylaws may be made at any regular meeting by a two-thirds (2/3) vote of those present provided members in good standing are given notice within fourteen business days with a copy of the proposed amendments **by mail, phone, or electronic means.**

ARTICLE XIV - PARLIAMENTARY AUTHORITY

The parliamentary authority of this organization shall be **Robert's Rules of Order, Newly Revised**, when same is not in conflict with these Bylaws as per template, NFRW and MFRW bylaws and any special rules of order.

Amended by Bylaws Committee
Approved by Board of Directors
Mary Louise Carey
RWWC, Bylaws Chairperson

Committee: Mary Louise Carey, Sandy Zitzer, Merilee Horvat, Mary Adair, Jean Delcher, and Beth Rodier

STANDING RULES

I. MEETING PLACE

A member of the Board of Directors shall secure meeting places for the Club.

II. INSURANCE

The President, with the approval of the Board of Directors, shall be responsible for maintaining liability insurance to cover all Club-sponsored functions.

III. GUESTS

Potential members are welcome at all Club General Meetings three times without becoming a member. Other individuals are welcome to attend social events and luncheon programs

IV. BUDGET

The Budget and Finance Committee, together with the President, Treasurer and Assistant Treasurer, shall submit a yearly outlined budget to the Board of Directors in October for their approval. The general membership should receive a copy by email prior to the October Meeting, where it can be approved by those present.

V. 50/50

A 50/50 drawing may be conducted at regular meetings and special events.

VI. MANDATORY CONTRIBUTIONS AS BUDGETED

- 1. Marian Martin Building Endowment Fund** – An annual donation of not less than \$20 shall be made to the NFRW for the Marion Martin Building Endowment Fund. The Marion Martin Building Fund helps maintain and preserve the Federation’s historic national headquarters in Alexandria, VA.
- 2. Maryland Republican Party** – An annual donation shall be budgeted and made to the Worcester County Central Committee prior to their Lincoln Day Dinner; and an annual donation shall be budgeted and made to the Maryland Republican Party.
- 3. MFRW Bay Club** – An annual donation shall be budgeted and made to the MFRW Bay Club, which fundraises for the MFRW.
- 4. NFRW Fund** – The Federation Fund helps state federations and local clubs fund programs which directly impact the mission and objectives of the organization at the national, state and local levels – including political/issue education, club membership development and media relations training.
- 5. MFRW Legacy Fund** – The Legacy Fund creates a funding source to help train MFRW members to be candidates, volunteers, etc. Money from the Legacy Fund pays for MFRW Leadership Training in January and the reception for Red Scarf Day. It has also been used to defray some of the cost of the National convention for MFRW members that attend since there are workshops and other trainings held during the convention.

VII. MEMBERSHIP LIST:

Communications to the membership shall be kept to MFRW, NFRW and Republican Club business. The membership list, as well as email list, shall be used by the President, who shall approve materials to be forwarded on behalf of RWWC. All email correspondence to the membership list shall be forwarded by blind copy. RWWC shall not distribute its membership list to any other individual in order to protect its member’s privacy. Board members may use the membership list for individual contact information only. The President shall review all broadcast emails to the General Membership.

VIII. CANDIDATE PROMOTIONS

Prior to the Primary, all candidate promotions shall carry a disclaimer, i.e. As per RWWC Bylaws, RWWC does not support any one Republican candidate over another prior to the Primary election except where a Republican candidate in a Primary is unopposed for the Republican Party nomination.

IX. COVERED EXPENSES

- 1. President** – The President’s expenses shall be budgeted and supported by receipts for: registration, room charges, and transportation expenses, deemed appropriate by the Executive Committee when representing the RWWC at MFRW and Regional Federation of Republican Women’s Meetings. Registration, room charges and travel expenses for herself at the bi-annual National Conventions and events supporting candidates after the Primary Election and the Lincoln Day Dinner shall also be supported. Other expenses: postage, printing, copying necessary to carry out her duties.

- 2. Other Officers’ and Committee Members’ Expenses** – Expenses necessary in discharging their defined duties, covered by budgeted funds, and supported by itemized receipts (i.e. postage, printing, copying, greeting cards, etc.). All other expenditures involved with respect to officers or committee chairpersons discharging their official duties shall be presented to the Board of Directors for approval prior to payment.

Page 2 of the Standing Rules

- 3. Membership Expenses** – Members who wish to attend the MFRW Spring Meeting and/or Fall Convention may request reimbursement in the amount of the registration fee. Request for reimbursement can be made to the Treasurer after attending said meeting with proof of attendance (registration form plus receipt for payment). This shall be done on a first come basis and not to exceed the amount allocated in the budget. The Board has the power to increase the allocated budget figure if necessary and appropriate.

- 4. RWWC funds** shall not be used for donations to other clubs. RWWC funds are to be budgeted to support political actions, community involvement, and literature projects as per MFRW and NFRW guidelines.

Amended by Bylaws Committee
Approved by Board of Directors
Mary Louise Carey, RWWC, Bylaws Chair

Committee: Mary Louise Carey, Sandy Zitzer, Merilee Horvat, Mary Adair, Jean Delcher and Beth Rodier