

## **PARADISE REPUBLICAN WOMEN'S CLUB**

### **ARTICLE I – NAME**

**Section 1.** The name of this Club shall be Paradise Republican Women's Club, hereinafter also referred as "PRWC" or "Club" and is a member of the Arizona Federation of Republican Women (AzFRW) and the National Federation of Republican Women (NFRW).

The bylaws and objects of PRWC shall be consistent with those of the National Federation of Republican Women, herein also referred to as NFRW.

### **ARTICLE II – OBJECTIVES**

The objectives of PRWC shall remain consistent with the objectives of the AzFRW and the NFRW, including:

- A. Promote an informed electorate through political education
- B. Foster loyalty to the Republican Party and promote its ideals
- C. Increase the effectiveness of women in the cause of good government through political participation.
- D. Support the object and policies of the Republican State and National Committees.
- E. Work for the election of Republican Party nominees.

### **ARTICLE III – MEMBERSHIP**

#### **Section 1. MEMBERSHIP**

##### **A. ACTIVE MEMBERSHIP**

1. Membership is open to any woman who is currently registered as a Republican in the State of Arizona, believes in the philosophy of the Republican Party and supports the objectives and policies of this organization.

##### **B. ASSOCIATE MEMBERSHIP**

1. Associate Membership is open to any woman who holds an active membership in another Arizona Federated Women's Club and who is a registered Republican in

another state. Associate members cannot vote or hold office but can serve on committees.

2. Republican men may be Associate members but cannot make motions, hold office, have a voice or a vote, and may not serve on committees or be counted in determining the number of Active Club members or the number of delegates to the NFRW or AzFRW meetings or conventions.

## **ARTICLE IV ENDORSEMENT POLICIES**

### **Section 1. POLITICAL ADVOCACY AND ENDORSEMENTS.**

- A. No Club, Club elected officer or Club Active or Associate member who, in their official capacity or their status as a Club or Federation member,
  1. Publicly advocates a split party ticket or for a candidate running on an opposition ticket, including in non-partisan races, shall be admitted to, or continued in, membership; or who
  2. Publicly advocates for any Republican candidate in a contested race, including in non-partisan races and Republican party office races, shall be admitted to, or continued in, membership; or who
  3. Affiliates with any organization which is not officially recognized by the NFRW as working in concert with the NFRW and the Republican National Committee shall be admitted to, or continued in, membership.
- B. These shall apply only to public advocacy on the part of the Club, the Club officers and Club members using their Club officer or Club member status or capacity. Individual Active or Associate members may support, as an individual, any Republican candidate of their choice.

## **ARTICLE IV – DUES AND SERVICE CHARGES**

### **DUES AND SERVICE CHARGES**

1. The Fiscal year shall be from January 1 through December 31.
2. An increase in annual dues will be determined by a majority vote of the Executive Committee
3. PRWC shall remit the required NFRW and AzFRW per capita dues and annual Club service charge fees as required by those organizations.
4. Associate dues remain with the Club. Associate members are not reported to the AzFRW or NFRW.

## **ARTICLE V – OFFICERS AND DUTIES**

**Section 1. ELECTED OFFICERS.** The elected officers of this Club shall be a President, First Vice President, Second Vice President, Recording Secretary and Treasurer.

**Section 2. APPOINTED OFFICERS.** Each elected and appointed officer shall be an Active member of the club and in good standing.

**Section 3. ELIGIBILITY.** All Executive Committee members must remain active members in good standing with PRWC, the AzFRW and the NFRW and maintain a moral and ethical reputation.

#### **Section 4. TERM OF OFFICE.**

1. The term of service is one (1) year with the option of a second year.
2. If a second year is agreed to, the Executive Committee member does not need to be re-elected.
3. At the conclusion of a second term of service an Executive Committee member can remain in their appointed position until a replacement is elected. This is optional.
4. Each Executive Committee member shall work with their successor to ensure a smooth transition.

#### **Section 5. VACANCY.**

An Executive Committee vacancy may be filled by a member of PRWC in good standing until the next election with the approval of the Executive Committee.

If the President steps down during their elected term, the office of President shall be filled by the 1st Vice President. If there is no 1st Vice President or the 1st Vice President does not want the role of President, the Executive Committee can appointment a member from the Executive Committee to operate in the role of President until the end of the current term or until a new President can be elected by those with full membership.

#### **Section 6. DUTIES OF ELECTED AND APPOINTED OFFICERS.**

##### **A. The President shall:**

1. Call and preside over all general membership meetings, meeting of the Executive Committee;
2. Represent the organization at all times, or designate a representative or proxy in her absence or inability to do so, including to represent the Club at all AzFRW State Meeting and Convention;
3. Make all appointments as necessary to conduct the business of the Club, except the Nominating Committee, subject to the approval of the Executive Committee;
4. Present to the Executive Committee for approval at its first meeting of the term of office a program of action.
5. Coordinate with Treasurer to submit to the membership for adoption at the first general membership meeting of the term a budget for the coming term of office;
6. Be an ex-officio member of all committees except the Financial Review and Nominating Committees;
7. Be required to approve all material prior to being printed by an elected or appointed Officer, Standing or Special Committee Chair or distributed in the Club's name;
8. Be a signatory to all Club financial accounts;
9. Appoint the Financial Review Committee in November with the exception of when a change of Treasurer has occurred, at which time a complete review shall be done; and
10. Accept the written resignation of any member wanting to resign an elected or appointed position, or Club membership.

##### **B. First Vice President Shall**

1. Perform the duties of the President in her absence;
2. Perform such other duties as are assigned by the President, the the Executive Committee, or the membership; and
3. Serve as Program Chair.

##### **C. Second Vice President shall:**

1. Perform the duties of the President in the absence of both the President and the First Vice President;



2. Perform other duties as assigned by the President, the Executive Committee, or the membership; and
3. Serve as Membership Chair

**D. Treasurer shall:**

1. Be custodian of all Club Funds, depositing them in a timely manner into financial institutions approved by the Executive Committee;
2. Be a signatory to all Club financial accounts;
3. Disburse funds as directed by the Executive Committee;
4. Prepare and submit written financial reports at each regular Club and Executive meeting; submit per capita dues, annual NFRW and AzFRW club service fees, and reports as required to the AzFRW in accordance with deadline dates set by the AzFRW and NFRW;
5. Submit complete financial records to the Financial Review Committee for the annual review;
6. Perform other duties as assigned by the President, the Executive Committee, or the membership; and
7. Comply with all IRS and State reporting requirements.

**E. Recording Secretary shall:**

1. Keep the minutes of all meetings of the Club;
2. Keep a current inventory of Club property
3. Maintain all Club records; and
4. Perform such other duties as may be assigned by the President, Executive Committee, or Membership.

**Section 7. RECORDS.** All officers and all committee chairmen shall deliver all records, files, and properties of the Club to their successors upon retiring from office, unless otherwise directed by the President or the Executive Committee.

## **ARTICLE VI – MEETINGS**

### **Section 1. CLUB MEETINGS**

**A. General Meetings**

1. General meetings shall be held monthly except for July and August in a non-election year.
2. General meetings shall be held monthly in an election year.
3. Notice of a general meeting shall be all Active Members in good standing at least fourteen (14) days prior to the meeting.

**B. Special Meetings**

1. This type of meeting is used to address urgent club matters.
2. This type of meeting shall be called by the President upon written request of three (3) full members or by 51% of the full membership or the Executive Committee determines there is a need for such a meeting outside of the club's general meeting.
3. All full members in good standing will be emailed a Notice for Special Meeting by the President with a seven (7) day notice of meeting.

**C. Quorum.**

General Meeting quorum for voting purposes is 25% of full membership.

## **Section 2. EXECUTIVE COMMITTEE MEETINGS**

- A. **Regular Meetings.** The President shall call regular meetings of the Executive Committee. Notice of a regular Executive Committee meeting shall be sent to all members at least (7) days prior to the meeting.
- B. **Special Meeting.** Special meetings of the Executive Committee shall be called by the President, or upon receipt of the written request of three (3) members of the Executive Committee. Notice shall be distributed to all members of the Executive Committee stating the purpose of the special meeting at least five (5) days prior to the meeting. No other business shall be conducted at that meeting.
- C. **QUORUM.** An Executive Committee meeting quorum is a minimum of 3 Executive Members in attendance.
- D. A special meeting can take place in person or online. A special meeting can be called to remove an Executive Committee member or other issue deemed dire by the Executive Committee.

## **Section 3. VOTING.**

- 1. For all meetings only Active member of the club in good standing shall have a voice and a vote.
- 2. Other matters that require membership vote can be done in person, email, or telephone.

## **Section 4. NOTICE.**

Notice of all meetings may be mailed or sent electronically.

## **Section 5. RECORDING.**

### **RECORDING OF MEETINGS**

- 1. No video and audio recording is permitted during general meetings or special meetings without written consent from the President.
- 2. A speaker must submit in writing a 'request to record' to the President five (5) days prior to the general meeting and must be approved by the Executive Committee.
- 3. Executive Committee meetings that take place online via Zoom or GoToMeeting can be recorded to aid the Recording Secretary in drafting the minutes.

## **ARTICLE VII – EXECUTIVE COMMITTEE**

### **Section 1. COMPOSITION.**

#### **A. EXECUTIVE COMMITTEE MEMBERS**

The voting members of the Executive Committee consists of the following:

- 1. President
- 2. 1st Vice President
- 3. 2nd Vice President
- 4. Recording Secretary
- 5. Treasurer

B. The Non-voting members of the Executive Committee are:

1. Any appointed members.

## **Section 2. DUTIES OF THE EXECUTIVE COMMITTEE.**

1. Transact any necessary business between meetings of the Club;
2. Approve the President's appointment of the Appointed Officers and Committee Chairs and members;
3. Approve the President's appointment of special committee(s);
4. Approve disbursement of funds;
5. Approve budget prior to the first general membership meeting of the term of office and forward it to membership for adoption;
6. Approve financial institutions in which Club funds are held;
7. Set date for Financial Review Committee's financial review of the Club accounts or upon any change of Treasurer;
8. Review, edit, or amend all proposed Bylaw amendments and recommend each for adoption or rejection to the membership;
9. Adopt Standing Rules by majority of votes cast by voting Executive Committee members present and voting;
10. Remove for cause, by 2/3 vote of votes cast by voting members of the Executive Committee, elected or appointed officers, committee chairmen or Club members after investigation by the Executive Committee show any of the following:
  - a. Nonpayment of dues;
  - b. Advocating for an opposition party candidate;
  - c. Violation of the Club's standing rules, adopted policies or bylaws; or
  - d. Failure to satisfactorily perform the duties of office or committee Chairmanship.

## **ARTICLE VIII – COMMITTEES**

**Section 1. ELIGIBILITY.** All committee chairmen shall be Active Club members in good standing. Other than Nominating Committee and Bylaws Committee, Associate women members may serve on committees.

**Section 2. APPOINTMENT.** Standing and Special Committee Chairmen shall be appointed by the President with the approval of the Executive Committee.

**Section 3. PRINTING AND DISTRIBUTION OF MATERIALS.** The President shall grant prior approval before any committee materials are printed and/or distributed.

### **Section 4. THE STANDING AND SPECIAL COMMITTEES.**

Standing committees deemed necessary by the Club or Executive Committee shall be appointed by the President subject to approval of the Executive Committee.

### **Section 5. DUTIES OF STANDING AND COMMITTEES.**

As deemed necessary by the Executive Committee and according to the AzFRW bylaws.



## **ARTICLE IX – NOMINATIONS AND ELECTIONS**

### **Section 1. NOMINATING COMMITTEE.**

- A. This committee shall form each September and consist of no less than two (2) women with Active membership in good standing.
- B. The duty of this committee is to recruit women with Active membership in good standing to fill upcoming vacancies on the Executive Committee and if possible, fill committee chairs.
- C. A detailed list of potential candidates shall be emailed to the President by October 15th.

### **Section 2. ELECTION OF OFFICERS.**

- A. Election of officers shall be by ballot at the Annual Meeting in November. If there is but one nominee for an office, the election for that office may be by unanimous consent.
- B. Election of officers shall be by majority of votes cast.
- C. No member may simultaneously run for more than one office.

## **ARTICLE X – AzFRW AND NFRW CONVENTION DELEGATES**

### **Section 1. AzFRW BIENNIAL STATE CONVENTION DELEGATES & ALTERNATES**

1. For the AzFRW Biennial convention, the Club shall elect representation to the convention in the method set forth in the AzFRW bylaws.
2. Election of delegates and alternates shall take place at a general meeting before convention to conform to the date of the AzFRW certification deadline.

### **Section 2. NFRW BIENNIAL CONVENTION DELEGATES, DELEGATES-AT-LARGE and ALTERNATES-AT-LARGE**

1. Club is entitled to one (1) delegate and one alternate in good standing within six (6) months of the NFRW Convention.
2. President is encouraged to attend but not required.

## **ARTICLE XI – PARLIAMENTARY AUTHORITY**

The current edition of ROBERT'S RULES OF ORDER, NEWLY REVISED shall govern the Club in all matters of procedure not covered by these bylaws, and any special rules the Club may adopt, or those of the AzFRW or NFRW

## **ARTICLE XII – AMENDMENTS**

### **BYLAWS AND AMENDEMENTS**

1. In February of odd numbered years form a committee of at least two (2) members in good standing to review the current bylaws and make recommendations on updates or additions to the Executive Committee.
2. The recommendations will be presented to the membership for adoption.

3.A quorum must be met to pass recommendations.

4. Amendments of the current bylaws can be presented to the Executive Committee for consideration and adoption.

### **ARTICLE XIII – DISSOLUTION**

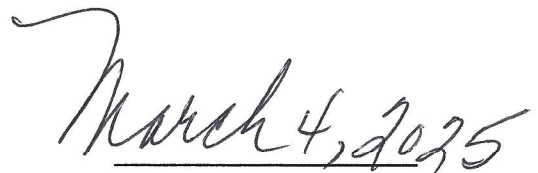
This Club may be dissolved by a two-thirds vote at any regular or Special Meeting of the Club, if notice of the dissolution has been submitted in writing at least thirty (30) days prior and has been sent to all members of the Club. In the event of dissolution, the Executive Committee shall, after payment of all liabilities of the Club, distribute any remaining assets to the AzFRW. 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 AzFRW.

These bylaws approved and adopted by Paradise Republican Women's Club on this date February 28, 2025.

A handwritten signature in cursive script, reading "Linda E. Rizzo", written over a horizontal line.

Linda E. Rizzo

President

A handwritten date "March 4, 2025" written in cursive script over a horizontal line.