



# Club Bylaws

## **BYLAWS OF THE JOSEPHINE COUNTY REPUBLICAN WOMEN**

### **ARTICLE I – NAME**

The name of this club shall be Josephine County Republican Women, hereinafter referred to as "Club". This Club is affiliated with the Oregon Federation of Republican Women (OFRW) and with the National Federation of Republican Women (NFRW).

### **ARTICLE II – OBJECTIVES**

The Objectives of this Club shall be to:

- A. Increase the effectiveness of women in the cause of good government;
- B. Disseminate information to all members;
- C. Inform the public through political education and activity;
- D. Foster loyalty to the Republican Party at all levels of government;
- E. Promote the principles of the Republican Party;
- F. Work for Republican candidates in all elections;
- G. Support the objectives and policies of the Republican National Committee; and the OFRW and the NFRW.
- H. Perform any lawful activity consistent with the foregoing.

## **ARTICLE III – POLICIES**

### **Section A. ENDORSEMENT POLICY**

The Club as a whole and any member of its Executive Committee shall not publicly endorse any candidate for public office in contested Republican Primaries, runoff elections, and special election, and/or non-partisan elections when more than one Republican is in the race; nor will the Club allow any printed materials with endorsements for one Republican over another be distributed at a scheduled meeting. Candidates running for office are allowed to bring their own individual handouts.

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 the OFRW.

An officer of the 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 of the NFRW, the OFRW, or the Club.

**Section B. SPLIT TICKET.** Neither the Club nor an individual member shall advocate a split ticket, support an opposition party candidate, or act against the NFRW or OFRW policies and Bylaws.

**Section C. OTHER ORGANIZATIONS.** The Club shall not affiliate with any political organization which is not officially recognized as working in concert with the OFRW and the NFRW and the Republican National Committee.

## **ARTICLE IV – MEMBERSHIP**

### **Section A. PRIMARY MEMBERSHIP/ACTIVE MEMBERSHIP**

1. Any Republican biological female who believes in the philosophy of the Republican Party and supports the objectives and policies of this organization shall be eligible for membership.
2. A member in “good standing” shall be a member who has paid the required dues and attended five (5) meetings for the current calendar year. The dues amount for primary members will be stated in the Club's Standing Rules and amended as required. Dues are not refundable. (See Standing Rule #7.)
3. A guest attending a regular meeting shall **only** be allowed two visits before becoming a member.

## **Section B. ASSOCIATE MEMBERSHIP**

1. Any biological female who is a primary/active member of another Federation of Republican 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.
2. Associate members cannot hold office, vote, or be counted in determining the number of delegates to NFRW or the OFRW meetings or conventions.
3. Republican biological males may be associate members but cannot make motions, hold office, have a voice, vote, or be counted in determining the number of primary/active members.
4. Associate dues remain with the Club. Associate members are not reported to the OFRW or NFRW.

## **ARTICLE V – DUES**

**Section A. FISCAL YEAR.** The fiscal year shall be from January 1 through December 31.

**Section B. MEMBERSHIP DUES.** Membership 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. (See Standing Rule #7.)

**Section C. SERVICE CHARGES/PER CAPITA DUES.** The Club shall pay OFRW dues and NFRW Per Capita Dues, and the annual service charge on behalf of its members, with the first payment of the year to be made no later than December 31 of each year. (See Standing Rules #8, #9.)

## **ARTICLE VI – ELECTED OFFICERS AND DUTIES**

**Section A. ELECTED OFFICERS.** The elected officers of this club shall be President, First Vice President, Second Vice President, Secretary, and Treasurer.

**Section B. ELIGIBILITY.** Each elected officer shall be a primary/active member in "good standing" of the Club.

**Section C. VACANCY.** A vacancy in the office of President shall be filled by the First Vice President. All other vacancies in elected office shall be filled by election by the Executive Committee at the first Executive Meeting following the creation of the vacancy. This is an interim position.

**Section D. REMOVAL FROM OFFICE OR MEMBERSHIP.** Members of the Executive Committee or members of the Club may be removed by two-thirds (2/3) vote of the membership for any of the following reasons after investigation by the Executive Committee:

1. Non-payment of dues.
2. Advocating for an opposition party candidate.
3. Supporting an opposition party ticket; or
4. Failure to uphold the policies and objectives of this Club as stated in the Bylaws.

**Section E. ELECTION.** The officers shall be elected at the November meeting and shall serve a term of two years, or until their successors are elected. No officer shall serve more than two (2) consecutive terms in the same office. The term shall be from January 1 following the election through December 31 two years hence. The installation ceremony does not affect the time at which the new officers assume their duties.

**Section F. DUTES OF THE OFFICERS.**

1. The President shall:
  - a. Call and preside over all meetings of the Club and the Executive Committee;
  - b. Represent the organization at all times or designate someone as representative/proxy in her absence or inability to do so;
  - c. Make Committee appointments as necessary to conduct the business of the Club, except the Nominating Committee, subject to the approval of the Executive Committee;
  - d. Prepare a program of action in consultation with the Chairmen of the Standing Committees for presentation and approval by the Executive Committee;
  - e. Submit an annual budget for approval by the membership;
  - f. Be an ex-officio member of all committees except the Audit and Nominating Committees;
  - g. Co-sign checks as one of **two** authorized signatures, namely President, Secretary **or** Treasurer;
  - h. Represent the Club in all Republican Party activities;
  - i. Appoint the Audit Committee in November at which time a complete review will be done. The Treasurer will not be part of the Audit Committee.
  - j. Accept resignation by written letter or e-mail of any member wanting to resign from a position, chairmanship, or the Club; and
  - k. Call and preside at all meetings if requested by three members (3) of the Executive Committee and /or five (5) Club members.
2. The First Vice President shall:
  - a. Perform the duties of the President in her absence;

- b. Fill the unexpired term in the event of a vacancy in the office of President;
  - c. Perform such other duties as are assigned by the President, the Executive Committee, or the Club; and
  - d. Act as Program Chair and Fundraising Chair.
3. The Second Vice President shall:
- a. Perform the duties of the President in the absence of both the President and the First Vice President.
  - b. Perform such other duties as may be assigned to her by the President or the membership.
  - c. Act as Membership Chair and
  - d. Maintain a current roster of members of the Club.
4. The Secretary shall:
- a. Keep the minutes of all meetings of the Club and Executive Committee;
  - b. Keep a current inventory of Club property;
  - c. Prepare Club correspondence in coordination with President;
  - d. Perform such other duties as may be assigned by the President, the Executive Committee or the Club; and
  - e. Maintain all Club records and historical items.
  - f. Co-sign checks as one of **two** authorized signatures, namely President, Secretary **or** Treasurer.
5. The Treasurer shall:
- a. Serve as custodian of all Club funds and deposit them in a bank(s) approved by the Executive Committee;
  - b. Co-sign checks as one of **two** authorized signatures, namely President, Secretary **or** Treasurer;
  - c. Disburse funds as directed by the Executive Committee or the membership;
  - d. Bring written financial report(s) to regular Club and Executive Committee meetings;
  - e. Submit dues, annual service fees, and reports to OFRW as required;
  - f. Submit the financial records to the Audit Committee for an annual review to be completed by the second meeting of the fiscal year;
  - g. Perform other duties as assigned by the President, the Executive Committee or the Club; and
  - h. Comply with all state elections and reporting requirements.
  - i. Maintain an accurate club membership list in conjunction with the Second Vice President.

**Section G. 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 VII – APPOINTED OFFICERS**

**Section 1. APPOINTED OFFICERS.** The President shall appoint, with the approval of the Executive Committee, a Corresponding Secretary and Parliamentarian.

**Section 2. DUTIES OF APPOINTED OFFICERS.**

A. The Corresponding Secretary shall:

1. Conduct the correspondence of the Club under the supervision of the President; 2. Preserve in a permanent file all letters and papers of value to the Club; and 3. Perform other duties as assigned by the President, the Executive Committee, or the Club.

B. The Parliamentarian shall:

1. Serve as counsel and give advice on parliamentary procedure;
2. Be familiar with the Bylaws and Standing Rules of the Club; and
3. Be entitled to the membership privilege of a ballot vote if a Club member.

## **ARTICLE VIII – MEETINGS**

**Section A. 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 Executive Committee. A quorum at Club meetings shall be 30% of primary members. At least fourteen (14) days' notice shall be given to all members for regular meetings.

**Section B. SPECIAL MEETINGS.** Special meetings may be called by the President upon the request of five members of the Executive Committee or by 30% members of the Club. 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-day notice shall be given to all members for any special meeting.

**Section C. ANNUAL MEETING.** The December meeting will be designated as the Annual Meeting.

**Section D. VOTING.** A vote of the Club or Executive Committee may be conducted by mail, text, fax, email, or other approved electronic means between meetings directed to the President or Secretary, 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 body's next regular meeting.

**Section E. NOTICE.** Notice for all meetings may be mailed or sent electronically.

## **ARTICLE IX – EXECUTIVE COMMITTEE**

**Section A. COMPOSITION.** The Executive Committee of this club shall consist of:

1. The elected officers;
2. The Immediate Past President;
3. The Corresponding Secretary;
4. The Standing Committee Chairs;
5. The Parliamentarian (has no vote); and
6. The Special Committee Chairmen, each without vote.

**Section B. DUTIES.** The Executive Committee shall transact necessary business between meetings of the Club, approve committee appointments made by the President, and perform other duties as assigned by the Club.

**Section C. MEETINGS.** The Executive Committee shall meet as decided by the President or the Committee. Special meetings may be called by the President or upon the request of a majority of the Committee. At least a ten-day (10) day notice shall be given for meetings. Notice may be mailed or sent electronically.

In the event a properly called meeting must be canceled due to circumstances beyond the control of the Josephine County Republican Women, then it shall be acceptable to hold said meeting by an approved electronic means with seven days' notice being given to all the members of the Executive Committee. This section does not apply to a meeting required by these bylaws that has not already been called.

**Section D. QUORUM.** A majority of the members of the Executive Committee shall constitute a quorum.

## **ARTICLE X – COMMITTEES**

**Section A. STANDING COMMITTEES**

1. The Standing Committee Chairmen of this Club shall be appointed by the President, and approved by the Executive Committee, to include Legislative, Bylaws, Campaign Activities, Fundraising, Public Relations/Communications, Literacy and Caring for America.
2. Officers may be appointed to chair Standing Committees, and no other Standing Committee Chairmen may be named without an amendment of these bylaws.
3. Standing Committee Chairmen shall be appointed for the same term as the President and shall be voting members of the Executive Committee.

#### 4. Duties of Standing Committees:

##### a. Legislative

- i. Shall implement legislative concerns important to the Club; and
- ii. Shall inform the Club and Executive Committee of any legislation affecting the interests of NFRW and OFRW.

##### b. Bylaws

- i. Conduct a biennial review of the Club Bylaws.
- ii. Request and receive proposed amendments to the Bylaws, submit them to the Executive Committee for action, or initiate changes requested by the Club.
- iii. General membership shall have final vote of amendments; and
- iv. Furnish OFRW Bylaws Committee with a complete set of Club Bylaws for review and approval. Any subsequent revision of bylaws shall be sent to the OFRW Bylaws Committee for approval.

##### c. Campaign Activities

- i. Shall coordinate all activities of the Club's campaign program and be responsible for the collection and reporting of campaign hours.

##### d. Fundraising

- i. Shall prepare and implement a plan for raising funds to meet the Club's budget; and
- ii. Shall notify the treasurer of all fundraising committee meetings and may attend.

##### e. Membership (2<sup>nd</sup> VP)

- i. Shall coordinate all membership renewal and new member efforts.
- ii. Shall compile and maintain complete membership lists.
- iii. Shall ensure that all membership information is shared with the Treasurer and others as deemed necessary and is submitted to the state and national federations according to deadlines.

### **Section B. SPECIAL COMMITTEES**

1. The President may appoint chairmen of Special Committees, subject to the approval of the Executive Committee, at any time as it may become necessary. Special Committee Chairmen do not have a vote on the Executive Committee. Special Committees should include Public Relations/Communications, Caring for America, and Literacy. Other Special Committees may be appointed as needed.
2. Audit Committee. A committee of three primary members shall be 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 second meeting of the following fiscal year.
3. Nominating Committee. See Article XI. Section A, B, and C.



**Section C. COMMITTEE MEMBERS.** All committee members must be primary members in good standing in the Club.

**Section D. EX-OFFICIO MEMBERS.** The President shall be an ex-officio member of all committees except the Nominating and Audit Committees. The President shall have final authority over all printed materials of these ex-officio committees.

## **ARTICLE XI – NOMINATIONS AND ELECTIONS**

### **Section A. NOMINATIONS.**

1. A Nominating Committee of 5 primary members, and one alternate, shall be elected by the Club no later than July of each election year. The Committee shall elect its own chairman. The Parliamentarian will instruct the Committee as to proper procedure and will be available for further counsel if required.
2. The Nominating Committee shall report a slate of one candidate for each office at the general meeting in October of each year, at least 30 days prior to the election in November. All nominees shall be primary members in “good standing” in the Club and shall give written consent to serve, if elected. Nominations from the floor shall be in order following the report of the Nominating Committee and just before the election; 3. Nominating Committee members shall not succeed themselves.

### **Section B. ELECTION OF OFFICERS.**

1. Elections shall be by ballot at the regular meeting in November. However, if there is but one nominee for any office, the election for that office may be by voice vote.
2. No officer may simultaneously run for more than one office; and
3. Officers may run for a second consecutive term, but not more than two.

## **ARTICLE XII – STATE FEDERATION CONVENTION DELEGATES**

**Section A. ANNUAL MEETING.** At the OFRW Biennial Convention, the Club shall elect representation to the convention in the method set forth in the OFRW Bylaws.

**Section B.** Election of delegates and alternates shall take place at a general meeting before convention to conform to OFRW certification requirement.

### **ARTICLE XIII – PARLIAMENTARY AUTHORITY**

Robert's Rules of Order, Newly Revised, shall govern the club in all instances where they are applicable and in which they are not inconsistent with these bylaws, NFRW and OFRW Bylaws and any special rules of order.

### **ARTICLE XIV – AMENDMENTS**

These bylaws may be amended by a two-thirds vote at any regular (general) meeting of the club, provided that notice of the proposed amendment(s) shall have been sent to each member thirty days prior to the date of the general meeting.

### **ARTICLE XV – DISSOLUTION**

This Club may be dissolved by a two-thirds vote at any regular or special meetings of the Club, provided that 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 OFRW. 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 OFRW.

These bylaws approved and adopted by the Josephine County Republican Women on this date 10/17/2023.

A handwritten signature in black ink, reading "Linda Smith". The signature is written in a cursive style with a large, flowing "L" and "S".

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Linda Smith, President 10/17/2023