



## **MESA REPUBLICAN WOMEN**

### **BYLAWS**

Revised January 2021

### **ARTICLE I — NAME**

The name of this Club shall be the Mesa Republican Women’s Club, hereinafter referred to as the

“Club.” **ARTICLE II — OBJECTIVES**

#### **The objectives of the Club shall be to:**

- A. Increase the effectiveness of Republican women in the cause of good government.
- B. Promote the principles of the Republican Party.
- C. Work for the election of Republican candidates in all elections.
- D. Foster loyalty to the Republican party at all levels of government.
- E. Inform the public through political education and activity.
- F. Support the objectives and policies of the Arizona Federation of Republican Women (AzFRW).
- G. Support the objectives and policies of the National Federation of Republican Women (NFRW).
- H. Support the objectives and policies of the Republican National Committee (RNC).
- I. Disseminate information to all of its members.

### **ARTICLE III — MEMBERSHIP**

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

- A. An Active Member is any woman who is currently registered as a Republican in the State of Arizona, has joined the Club, believes in the philosophy of the Republican Party and supports its objectives and policies.
- B. An Active Member in good standing shall be a member who has paid the required Club dues for the current calendar year and supports the objectives of the Club.
- C. Active membership may not be held in more than one club.

#### **Section 2. ASSOCIATE MEMBERSHIP**

- A. Associate membership in the Club is open to Republican women who hold active membership in another Federated Club affiliated with NFRW.
- B. Republican men may be Associate Members.

- C. Associate Members may serve on committees but not as Chairmen. They cannot hold office, vote or make motions.
- D. Associate Members cannot be counted in determining the number of Active Club Members or the number of delegates to AzFRW or NFRW meetings or conventions.
- E. Associate Members' dues remain with the Club. Associate Members are not reported to the AzFRW or the NFRW.

### **Section 3. MEMBERSHIP REVOCATION**

Any member may be removed for cause by a two-thirds (2/3) vote of the Active members if an investigation by the Executive Committee shows any of the following:

- Non-payment of dues.
- Advocating for an opposition party candidate or a split ticket candidate.
- Violation of the Club's Bylaws, Standing Rules or other adopted policies.

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

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

**Section 2.** Active Member and Associate Member dues shall be determined by the Executive Committee.

**Section 3.** Annual Club membership dues shall be due by the first regular Club meeting in January.

**Section 4.** The Club shall remit AzFRW and NFRW per capita dues and annual Club service charge fees to the AzFRW in a timely manner as required by those organizations.

## **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, Third Vice President, Recording Secretary, Corresponding Secretary, Treasurer and other officers as deemed necessary.

**Section 2. APPOINTED OFFICERS.** The President may appoint, with the approval of the Executive Committee, a Parliamentarian, a Chaplain and a Historian as additional officers.

**Section 3. ELIGIBILITY.** Each elected and appointed officer shall be an Active Member of the Club.

**Section 4. VACANCY.** A vacancy in the office of the President shall be filled by the First Vice President. All other vacancies in elected offices shall be filled by a majority vote of the Executive Committee. The members present at the first regular meeting of the Club following the creation of the vacancy shall confirm the vote by a majority vote of the Active Members present.

**Section 5. TERM OF OFFICE.** Officers shall serve a term of two (2) years or until their successors are elected. Officers elected to a specific position may run for a second two-year consecutive term for that specific position.

**Section 6. RECORDS.** All officers and all committee chairmen shall deliver all records, files and properties of the Club to their successors upon leaving office, unless otherwise directed by the President or the Executive Committee. This transfer shall include usernames and passwords for all online and social media accounts.

## **Section 7. DUTIES OF THE ELECTED OFFICERS**

### **A. THE PRESIDENT SHALL:**

1. Call and preside over all regular meetings of the Club, special meetings and meetings 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 representing the Club at all AzFRW State Meetings, Conventions and NFRW Conventions.
3. Make appointments as necessary to conduct the business of the Club subject to the approval of the Executive Committee, with the exception of the Nominating Committee.
4. Present to the Executive Committee a Plan of Action for approval.
5. Create a biennial budget with the Treasurer to present to the Executive Committee for approval by a majority vote.
6. Serve as an ex-officio member of all committees with the exception of the Financial Review and Nominating committees.
7. Approve all materials prior to being printed or distributed in the name of the Mesa Republican Women's Club.
8. Serve as a signatory on all Club financial accounts.
9. Appoint the Financial Review Committee in November for a complete review of all finances of the Club. When a change of Treasurer has occurred, a complete review shall be done.
10. Accept the written resignation of any member who resigns from her elected or appointed position, chairmanship or Club membership.
11. Chair the meeting wherein the Bylaw amendments, that have been presented by the Bylaws Committee, are voted upon by the membership.
12. Submit the Club Achievement Awards' forms to the AzFRW and the NFRW for Club recognition prior to the due date.

### **B. THE FIRST VICE PRESIDENT SHALL:**

1. Perform the duties of the President in her absence.
2. Fill the unexpired term in the event of a vacancy in the Office of President.
3. Serve as Program Chairman.
4. Perform other duties as assigned by the President, the Executive Committee or the membership.

### **C. THE SECOND VICE PRESIDENT SHALL:**

1. Perform the duties of the President in the absence of both the President and the First Vice President.
2. Serve as the Membership Chairman.
3. Maintain a current roster of the members of the Club.
4. Coordinate with the Treasurer to ensure the accuracy of the membership roster for AzFRW and NFRW reports.
5. Encourage membership growth by reaching out and communicating regularly with present members, following up with guests and reaching out to former members and members of the community.
6. Recognize Club members' birthdays each month.

7. Perform other duties as assigned by the President, the Executive Committee or the membership.

**D. THE THIRD VICE PRESIDENT SHALL:**

1. Perform the duties of the President in the absence of the President, the First Vice President and the Second Vice President.
2. Serve as the Ways and Means Chairman leading the fundraising efforts of the Club.
3. Perform other duties as assigned by the President, the Executive Committee or the membership.

**E. THE RECORDING SECRETARY SHALL:**

1. Keep the minutes of all meetings of the Club and of the Executive Committee.
2. Provide a copy of those minutes to the President no later than seven (7) days following each meeting.
3. Maintain a current inventory of the Club property.
4. Maintain all Club records.
5. Perform other duties as assigned by the President, the Executive Committee or the membership.

**F. THE TREASURER SHALL:**

1. Serve as custodian of all of the Club funds, depositing them within ten (10) days into the financial institution that has been approved by the Executive Committee.
2. Serve as a signatory on all the Club financial accounts.
3. Disburse funds as directed and approved by the Executive Committee following receipt of proper documentation.
4. Prepare and submit written monthly financial reports with specific detail, including credits and debits, at each regular Club and Executive Committee meeting.
5. Coordinate with the 2<sup>nd</sup> Vice President, in charge of membership, to ensure the accuracy of the membership roster for AzFRW and NFRW reports.
6. Submit per capita dues, annual AzFRW and NFRW Club service fees and reports in accordance with deadline dates set by the AzFRW and NFRW.
7. Submit complete financial records to the Financial Review Committee for the annual review.
8. Comply with all IRS and State reporting requirements.
9. Perform other duties as assigned by the President, the Executive Committee or the membership.

**G. THE CORRESPONDING SECRETARY SHALL:**

1. Conduct the communications/correspondence of the Club under the supervision of the President, e.g. social media, the newsletter, email, Facebook and the MRW website.
2. Preserve a permanent file of all letters and papers of value to the Club.
3. Receive and record RSVPs to create a count of the regular monthly meeting attendance.
4. Perform such other duties as assigned by the President, the Executive Committee or the membership.

**Section 8. DUTIES OF THE APPOINTED OFFICERS**

## **A. THE PARLIAMENTARIAN SHALL:**

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1. Be appointed by the President and approved by a majority vote of the Executive Committee.
2. Exercise the privilege of casting a ballot vote as a member of the Executive Committee.
3. Advise the officers, committees and members on matters of parliamentary procedure as outlined in Robert's Rules of Order, Newly Revised.
4. Assist with questions in interpreting the Club's Bylaws and Standing Rules.
5. Assist in the planning of the business to be introduced and conducted at Club meetings.
6. Advise the Bylaws, Credentials, Elections, Nominating, Program and other committees as necessary.

## **B. THE HISTORIAN SHALL:**

1. Create and maintain a historical record of the Club's activities during the President's term of office.
2. Coordinate and report appropriate activities to the Awards Committee Chairman to maximize success for Club achievement as defined by the AzFRW and NFRW Club Achievement Awards.
3. Perform such other duties as assigned by the President, the Executive Committee or the membership.

## **C. THE CHAPLAIN SHALL:**

1. Offer invocations, blessings, prayers and benedictions when called upon to do so.
2. Perform such other duties as assigned by the President, the Executive Committee or the membership.

## **ARTICLE VI- EXECUTIVE COMMITTEE**

### **Section 1. COMPOSITION**

The voting members of the Executive Committee are the Elected Officers, the Immediate Past President and the Parliamentarian.

### **Section 2. THE DUTIES OF THE EXECUTIVE COMMITTEE SHALL BE TO:**

- A.** Transact the business of the regular monthly Club meeting.
- B.** Transact necessary business between the meetings of the Club.
- C.** Approve the President's appointment of the appointed officers, committee chairmen and committee members.
- D.** Approve the President's appointment of special committees.
- E.** Approve the disbursement of funds.
- F.** Approve the biennial budget during the first quarter of the term.
- G.** Approve the financial institution into which the Club funds are held.
- H.** Set the date for the annual Financial Review Committee's examination of the Club's accounts and the date of the review if there is a change of the Treasurer.
- I.** Determine the Club's annual dues for Members and Associate Members by a majority vote of the Executive Committee.
- J.** Determine the cost of the regular monthly Club meeting by a majority vote of the Executive Committee.

- K. Receive all proposed amendments from the Bylaws Committee, and subsequently review, edit, amend and present them to the membership for amendment, rejection or adoption.

- L. Receive all proposed amendments to the Standing Rules and subsequently review, edit, amend and present them to the membership for amendment, rejection or adoption.
- M. Remove for cause by a two-thirds (2/3) vote any elected or appointed officer, committee chairman or Club member if an investigation by the Executive Committee shows any of the following:
  1. Non-payment of dues.
  2. Advocating for an opposition party candidate or a split party ticket.
  3. Violation of the Club's Bylaws, Standing Rules or other adopted policies.
  4. Failure to satisfactorily perform the duties of an office or committee chairman.

## **ARTICLE VII — MEETINGS**

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

#### **A. REGULAR MEETINGS.**

1. A minimum of six (6) regular Club meetings shall be held during the year. These meetings shall be scheduled by the Executive Committee. Notice of a regular Club meeting shall be sent to all Active Club Members in good standing at least fourteen (14) days prior to the meeting. The notice may be issued in writing or electronically.
2. In the event that a face-to-face meeting is not possible, a virtual meeting via conference call or electronic media is permissible.

#### **B. SPECIAL MEETINGS.**

1. Special meetings of the Club shall be called by the President upon the request of three (3) members of the Executive Committee or by 25% (a quorum) of the Active Members of the Club. The purpose of the meeting shall be stated in the call. No other business is to be transacted at a special meeting.
2. A notice of a special Club meeting shall be sent to all Active Members in good standing at least seven (7) days prior to the meeting. The notice may be issued in writing or electronically.

**C. BIENNIAL MEETING.** The November meeting of the Club during the second year of the two-year term shall be designated as the Biennial Meeting wherein the election of officers occurs.

**D. QUORUM.** A quorum for a regular or special Club meeting shall be 25% of the total Active Members.

### **Section 2. VOTING**

- A. For all meetings, Active Members of the Club in good standing shall have a voice and a vote. B. A vote of the Club or Executive Committee members may be conducted in writing, a telephone conference call or by electronic means between meetings provided there is a quorum

participating. The vote shall be ratified and entered into the minutes at the body's next regular meeting.

### **Section 3. EXECUTIVE COMMITTEE MEETINGS**

#### **A. REGULAR MEETING.**

1. A regular meeting of the Executive Committee shall be called by the President. Notice of regular Executive Committee meeting shall be sent to all members of the Committee at least seven (7) days prior to the meeting. A notice may be issued in writing or electronically.
2. In the event that a face-to-face meeting is not possible, a virtual meeting via conference call or electronic media is permissible. If conducted by telephone or electronically, that business must be confirmed and entered into the minutes at the Executive Committee's next regular meeting.

#### **B. SPECIAL MEETING.**

1. A special meeting of the Executive Committee shall be called by the President or upon receipt of the 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. A notice may be issued in writing or electronically.
2. No other business shall be conducted at that meeting. If conducted by telephone or electronically, that business must be confirmed and entered into the minutes at the Executive Committee's next regular meeting.

- C. **QUORUM.** A quorum of any Executive Committee meeting shall be a majority of the total committee members.

## **ARTICLE VIII — COMMITTEES**

**Section 1.** All committee chairmen shall be Active Club Members in good standing. Associate Members may serve on committees other than the Nominating Committee and the Bylaws Committee.

**Section 2.** The President shall grant prior approval before any committee materials are printed and/or distributed.

### **Section 3. STANDING AND SPECIAL COMMITTEES.**

- A. A Standing Committee performs functions that are essential to the operation of the Club. Committee Chairmen and members shall be appointed by the President subject to the approval of the Executive Committee for a term to coincide with that of those same elected officers.
- B. Special Committees are created to perform a specific task and are dissolved when the task is completed, and the final report is given. Special Committees are deemed necessary by the Club or Executive Committee for unique purposes. Special Committee Chairmen and members shall

be appointed by the President subject to the approval of the Executive Committee and shall serve for a specified time period.

- C. A committee may be asked to perform other duties that are not listed but are assigned by the President or the Executive Committee.

## **Section 4. COMMITTEE RESPONSIBILITIES**

### **A. THE AMERICANISM COMMITTEE SHALL:**

1. Ensure the flag is properly presented at all Club meetings.
2. Present and encourage patriotism by presentations, special events or newsletter articles.
3. Coordinate and report appropriate activities to the Awards Committee Chairman to maximize success for Club achievement as defined by the AzFRW and NFRW Club Achievement Awards.

### **B. THE AWARDS COMMITTEE SHALL:**

1. Collect the Volunteer Hours forms from Club members.
2. Track, prepare and submit the AzFRW and NFRW Club Achievement Awards' forms to the President to maximize success for Club achievement as defined by the AzFRW and NFRW Club Achievement Awards.

### **C. THE BUDGET COMMITTEE SHALL:**

1. Work in conjunction with the President, Treasurer and Committee Chairmen to generate a biennial budget for the term of office.
2. Submit a biennial budget to the membership for adoption at the first regular membership meeting of the term of office.
3. Monitor the income and expenses during the year for compliance and make recommendations for future budget planning.

### **D. THE BYLAWS COMMITTEE SHALL:**

1. Conduct a biennial review of the Club Bylaws.
2. Request and receive proposed amendments to the Bylaws from Active Club Members and be authorized to accept, edit or reject them.
3. Submit the proposed Bylaw amendments to the Executive Committee with recommendation for adoption.
4. Present the final proposed amendments to the Club members at the meeting wherein they are to be adopted. The President then conducts the vote.
5. Submit a complete set of the Club's Bylaws for review and approval to the AzFRW Bylaws' Committee. Additional amended Bylaws shall be transmitted to the AzFRW Bylaws' Committee before the end of the term. The Club's Standing Rules shall also be submitted to this committee.

### **E. THE CARING FOR AMERICA COMMITTEE SHALL:**

1. Encourage Club members to engage in charitable activities in the community and organize periodic Club projects as directed by the Executive Committee.
2. Coordinate and report appropriate activities to the Awards Committee Chairman to



maximize success for Club achievement as defined by the AzFRW and NFRW Club Achievement Awards.

**F. THE COMMUNICATIONS COMMITTEE SHALL:**

*Corr. Sec. generally Chairs the Communications Committee.*

1. Assist the Corresponding Secretary with the Club newsletter and other Club member communication.
2. Assist the President with community outreach.
3. Assist the President with obtaining media coverage for Club events.

**G. THE FINANCIAL REVIEW COMMITTEE SHALL:**

1. Consist of three Active Members in good standing appointed by the President in November of each year whose duty shall be to review the Club accounts at the close of the fiscal year and report to the Executive Committee and to the membership at the first meeting of the following fiscal year.
2. Neither the President nor the Treasurer may serve on the Financial Review Committee.

**H. THE HISTORY COMMITTEE SHALL:**

1. Prepare and record a brief summary of all Club meetings, activities and other significant events pertinent to the work of the Club.
2. Coordinate and report appropriate activities to the Awards Committee Chairman to maximize success for Club achievement as defined by the AzFRW and NFRW Club Achievement Awards.

**I. THE HOSPITALITY COMMITTEE SHALL:**

1. Greet and welcome members as they enter Club meetings and special events.
2. Assist the Executive Committee in setting up for meetings and events.
3. Promote fellowship throughout the Club by connecting members with each other.
4. Recruit members to participate in Club events.
5. Provide information to members about the Club's purpose and history.

**J. THE LITERACY COMMITTEE SHALL:**

1. Establish appropriate plans to promote reading and the distribution of books per the NFRW Mamie Eisenhower Learning Program (MELP) and assist in other areas that might meet local education needs.
2. Coordinate and report appropriate activities to the Awards Committee Chairman to maximize success for Club achievement as defined by the AzFRW and NFRW Club Achievement Awards.

**K. THE NOMINATING COMMITTEE SHALL:** (see ART IX-Nominations & Elections).

**L. THE POLITICAL EDUCATION/LEGISLATION COMMITTEE SHALL:**

1. Inform and educate Club members about current political issues, legislation and the candidates seeking office.
2. Coordinate and report appropriate activities to the Awards Committee Chairman to

maximize success for Club achievement as defined by the AzFRW and NFRW Club Achievement Awards.

**M. THE SCHOLARSHIP COMMITTEE SHALL:**

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1. Establish the candidate criteria and distribute scholarship information to the appropriate local educational institutions.
2. Coordinate and report appropriate activities to the Awards Committee Chairman to maximize success for Club achievement as defined by the AzFRW and NFRW Club Achievement Awards.

**N. THE SPECIAL EVENTS COMMITTEE SHALL:** Coordinate efforts to create, organize and accomplish an event for a purpose determined by the President and the Executive Committee or the Club membership

**O. THE WAYS & MEANS/FUNDRAISING COMMITTEE SHALL:** *3rd VP generally Chairs Ways & Means* 1. Participate in the annual budget process to prepare and implement a plan for raising funds in order to meet the Club's budget requirements.

2. Notify and invite the Treasurer to all fundraising committee meetings.
3. Plan and carry out events to raise Club revenue.

## **ARTICLE IX — NOMINATIONS AND ELECTIONS**

**Section 1. THE NOMINATING COMMITTEE SHALL:**

- A. Consist of not less than three Active Club Members in good standing selected by the Executive Committee. The Nominating Committee shall be elected by a majority vote of Active Club Members present at the September meeting of the Club's election year. Immediately upon election, the members of the Nominating Committee shall meet with the Parliamentarian who will instruct them as to the proper procedure, confidentiality and conduct in selecting a slate of officers. She will also advise and counsel the Nominating Committee as needed. Members of the Nominating Committee shall elect a Chairman and a Vice Chairman.
- B. Nominate for Club President an Active Member who has served on the Executive Committee for at least one (1) year.
- C. Report on the slate of candidates chosen, one for each office, at the Club's Annual Meeting in October of the election year. All nominees for elective office shall be Active Members of the Club in good standing.
- D. Accept written requests from candidates who wish to be nominated from the floor one (1) week prior to the Biennial Meeting in November at which the election is to occur. A candidate for President nominated from the floor must be an Active Member and must have served on the Executive Committee for at least one (1) year.
- E. Accept nominations from the floor following the report of the Nominating Committee prior to the election.
- F. Not submit the name of any member of the Nominating Committee for an office.

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

- A. Elections shall be determined by a majority vote of those Active Members present at the Biennial Meeting in November once a quorum has been established.
- B. If there is only one nominee for an office, the election for that office may be conducted by a voice vote.

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- C. If there is more than one nominee for an office, the election for that office shall be conducted by ballot.
- D. A candidate may not run simultaneously for more than one office.

## **Section 3. INSTALLATION OF OFFICERS**

- A. The installation of officers shall occur at the December Club meeting following the November election of those officers.
- B. The elected officers shall assume their responsibilities in January following their installation.

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

## **Section 1. AzFRW BIENNIAL STATE CONVENTION**

### **A. THE DELEGATES SHALL:**

1. Be selected from the Executive Committee and the Active Club Members at the May meeting of the Club prior to the convention.
2. Include the President of the Club or her accredited alternate and any additional, qualified delegates as per the AzFRW Bylaws.
3. Be elected by a majority vote at the regular Club meeting before the convention and in sufficient time to conform with the AzFRW certification/credentials requirements.
4. Present photo identification at the time of the convention registration if requested by the Credentials' Committee.
5. Be entitled to only one (1) vote per delegate on each question or election.
6. Not be entitled to a proxy vote at the AzFRW Biennial Convention because proxy voting is not permitted.

### **B. THE ALTERNATES SHALL:**

1. Be selected from the Executive Committee and Active Club Members. An alternate shall be selected for each delegate.
2. Be elected by a majority vote at the regular Club meeting before the convention and in sufficient time to conform with the AzFRW certification/credentials requirements.
3. Present photo identification at the time of the convention registration if requested by the Credentials' Committee.
4. Be verified by the Club's President if necessary. Only a prepaid alternate is eligible to be elevated from alternate to delegate status.

## **Section 2. NFRW BIENNIAL NATIONAL CONVENTION:**

A. The President or her accredited alternate shall serve as a delegate to the NFRW Convention. B. Per NFRW bylaws, the Club shall be entitled to one delegate and one alternate provided that the Club has been in good standing for at least six (6) months prior to the NFRW Biennial Convention.

## **ARTICLE XI — PARLIAMENTARY AUTHORITY**

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The current edition of Robert's Rules of Order, Newly Revised shall govern the Club in all instances in which they are applicable and in which they are consistent with the Club's Bylaws and Standing Rules.

## **ARTICLE XII — AMENDMENTS**

The proposed Bylaw Amendment(s), received from the Bylaws Committee, shall be approved by the Executive Committee and distributed electronically to each Active Member thirty (30) days prior to the date of the meeting wherein they will be presented. The Bylaws may be amended by a two-thirds (2/3) vote of the Active Club Members in good standing who are present at the meeting, once it has been established there is a quorum.

## **ARTICLE XIII — DISSOLUTION**

This Club may be dissolved by a two-thirds (2/3) vote of the Active Members present and in good standing at any regular or special meeting of the Club, once it is established there is a quorum. Notice of the dissolution meeting must be submitted to the members in writing or electronically at least thirty (30) days prior to the meeting. 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 have been approved and adopted by the Mesa Republican Women's Club members on this date.

\_\_\_\_\_  
Sign Name President Print Name Date

\_\_\_\_\_ Nancy H. Salmon \_\_\_\_\_ January 14, 2021 \_\_\_\_\_ President

