

BY-LAWS
REPUBLICAN WOMEN OF WARREN COUNTY

ARTICLE I

Name

The Name of this organization shall be the Republican Women of Warren County

ARTICLE II

Mission Statement of the RWWC

The purpose of the RWWC is to encourage membership to the RWWC and Warren County Republican Party, to provide a volunteer work force at all levels of party activity, support and promote our Republican Elected Officials and Candidates and the Republican philosophy of smaller government, lower taxes and more personal freedom with responsibility.

The Objectives of
Republican Women of Warren County

- (1) To promote an informed electorate through political education.
- (2) To increase Republican voter registration and Republican voter turnout.
- (3) To increase the effectiveness of women in the cause of good government through active political participation.
- (4) To facilitate cooperation within the County Party and Affiliate Organizations.
- (5) To foster loyalty and unity to the Republican Party and to promote its ideals.
- (6) To work for the election of qualified and capable Republican Party nominees.
- (7) To uphold the principles of freedom, equality and justice on which the Republican Party and our country were founded, as prescribed in the Constitution of the United States and the State of Ohio.

ARTICLE III

Classes of Membership

- A. **Regular members:** Individuals who support the principles of the Republican Party with full benefits of making motions, voting, holding office, etc.
- B. **Associate members:** Individuals, who support the principles of the Republican Party but may not make motions, vote or hold office.

ARTICLE IV

Dues

- A. Annual dues shall be \$30.00
- B. Associate member dues shall be \$15.00

ARTICLE V

Officers

- A. The Officers shall be a President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer. If deemed beneficial to the organization, a 2nd Vice President seat and an Assistant Treasurer seat may also be elected.
- B. No Officer shall serve more than two consecutive terms in the same office except the Treasurer, who may serve three terms. The term of office is two years. However, when an existing Officer is about to reach the maximum of their terms in office and no member is willing to serve in that capacity; the existing officer may be asked to run again. A majority vote of the membership shall be required annually to extend any Officer's term for each additional term as necessary.
- C. A Nominating Committee of four (4) members shall be appointed by the President at the October meeting.
 - 1. The Committee shall select its chairperson
 - 2. The Committee shall present at least one nominee for each office at the December Annual meeting each year, (with nominee names presented to the Corresponding Secretary in a timely manner to be included with the *(7-day advance)* meeting notice, agenda and prior meeting minutes for approval of the Annual Meeting when the election of officers will be held.
 - 3. When the Nominating Committee Chairperson presents the slate of Officer Nominees at the Annual meeting, other nominations may be made from the floor.
 - 4. The Officers shall be elected by voice or ballot for a two-year term at the Annual Membership meeting. When there is but one nominee for an office, the election may be by voice.
- D. The Officers shall be installed at the Organizational meeting which will be held in January of each year.
- E. An in-term vacancy in the office of President shall be filled by the Vice President. A vacancy in any other office shall be filled by a majority vote of the Board of Directors at the next meeting, following the vacancy.

- F. The President, Vice Presidents, and Treasurer shall have been members of the club at least one year prior to election.

ARTICLE VI

Duties

A. The President shall:

1. Preside at all meetings.
2. Appoint committee Chairpersons
3. Be an ex-officio member of all committees except the nominating committee.
4. Prepare an agenda in advance of all meetings so the Corresponding Secretary can include it in the meeting notices.
5. Vote only to break a tie in a Roll Call vote.
6. Arrange for the audit of the books annually and appoints an Audit Committee.
7. Work closely with Vice President & 2nd Vice President

B. The Vice President & 2nd Vice President shall:

1. In the absence of the President or their inability to serve, the Vice President shall perform the duties of President.
2. shall have the shared responsibility of Membership; be responsible for maintaining a list of all membership information; providing the Corresponding Secretary with updated lists that includes name, mailing address, phone, & email
3. Shall provide a Membership Directory annually to the members that at a minimum includes a (1) Directors of Members & Officers, (2) List of Committees and members (3) Calendar of up-coming meetings and events for the year, (4) By-Laws, etc.
4. Sit as the Chairman of Membership & Program/Events Committees
5. Perform other duties as directed by the President or Board of Directors.

C. The Recording Secretary shall:

1. Keep a record of the proceedings of the organization in the form of minutes of all meetings of the club and Board of Directors.
2. Keep on file all Committee Reports received
3. Present the previous month's minutes to the Corresponding Secretary for attachment to the upcoming meeting notices.
4. Notify Officers, members and delegates of their election or appointment. Furnish committees with whatever documents are required for performance of their duties and have on hand at each meeting a list of all existing committees and their members.
5. In the absence of the President and Vice President, call the meeting to order and preside until the immediate election of a Chairman Pro Tempore.

D. The Corresponding Secretary shall:

1. Notify members of all regular and special meetings via e-mail and using US Postal Service when no email service is available and maintain a current record of all membership from the Treasurer.
2. Handle the general correspondence of the club as directed by the President or Board of Directors.
3. Perform all in-coming and out-going correspondence duties on behalf of the club and Board of Directors.
4. Perform the duties of the Recording Secretary in her/his absence or inability to serve.

E. The Treasurer shall:

1. Be the sole custodian of all funds belonging to the organization.
2. Bank the money when received; disburse it with approval; and account for it accurately by balancing the books against the bank statement to ensure no errors.
3. Provides a monthly Treasurer's Report at every business meeting that becomes a party of the official meeting minutes, including the quarterly investment report from the Warren County Foundation on Scholarship Funds. This report is not approved by the membership but merely accepted with any noted changes.
4. **Unless there is an Assistant Treasurer, the Treasurer** shall be responsible for providing a list of all new, renewing & unpaid membership, as they come in, along with all contact information and maintaining information pertaining to their length of membership in the club.

- F. All officers shall present all books and records to their successors within thirty (30) days after election of officers has been held.

ARTICLE VII

Meetings

- A. Regular meetings shall be held on the fourth (4th) Monday of each month.
- B. The **DECEMBER** Annual Meeting shall be subject to 30 days advance notification to the membership.
- C. The Board of Directors, by a two-thirds vote, may change or cancel a meeting date.
- D. Special meetings may be called by the President or at the request of five (5) members.
- E. The quorum for any meetings of the membership shall consist of those present and voting.
- F. Meeting notices, agenda and any unapproved past meeting minutes shall be sent to the membership a minimum of 7 days prior to each scheduled meeting.
- G. Members wanting to place a topic on the agenda must submit the request to the president and/or Corresponding Secretary a minimum of 10 days prior to the upcoming meeting.
- H. **Electronic Voting:** Board of Directors Meetings of RWWC Club may be held by electronic means (such as e-mail or other electronic and internet communication

systems, telephone conferences, video conferences, facsimile, etc.) subject to the following:

- a. Any Director without access to electronic/email ability must be called via phone for meeting notification and participation. Confirmation on meeting notification shall be recorded by the Recording Secretary for each member.
 - b. All members shall have access to the appropriate electronic meeting media, as verified by their response to a call for any particular meeting. This majority shall constitute the quorum for the meeting, and once established, shall be assumed present until the meeting is adjourned.
 - c. The technology used for the electronic meetings shall allow the members full access to and full participation in all meeting transactions either continuously or intermittently throughout the specified time of the meeting.
 - d. The affirmative vote of a 2/3rd majority of the quorum shall be the minimum vote requirement for the adopting of any motion.
 - e. A majority of the Board of Directors must vote to constitute a quorum
 - f. Procedural rules related to the conduct of electronic meetings shall be established and promulgated by the Board of Directors.
 1. Electronic Meetings are available for the Board of Directors to conduct business on items that come up and are time sensitive before the next scheduled meeting and not as a means by by-pass full Board of Directors of Membership votes.
 2. The electronic meeting can be called by the Board President or the Vice President in the absence of the Presiding or by a 2/3rd vote of the Board of Directors members.
 3. Meetings can be held for more than one purpose (motions) but all purposes for the meeting must be specified in the opening notice.
 4. The Recording Secretary shall take minutes and document all discussions, motions and voted by attaching copies of participating email members. The Recording Secretary shall document how each member voted and present these minutes at the next regularly scheduled meeting, where the results will be ratified by the membership and incorporated into the meeting minutes of that next regularly scheduled meeting.
- I. **PANDEMIC/STATE OF EMERGENCY:** When a Pandemic or State of Emergency Exists in Warren County, the State of Ohio or the Nation, the Board of Directors are required to document that declaration in Meeting Minutes are circulated to the full membership. During this declared period of time, the Board of Directors are authorized to cancel meetings, including the annual Election of Officers, if it cannot be held in a manner that adequately includes all members. Under this circumstance for Elections, the current Board of Directors will continue in office until an election can be held, but for no longer than a period of one (1) year and/or until a successor for any vacancy is elected by the Board, per “In-term Vacancies” – Article V, Section E. of these By-Laws. The Board is required to record their action(s) in Board Meeting Minutes, when exercising this special section.
- a. Additionally, when a Pandemic or State of Emergency exists, the Board of Directors have the authority and power to suspend any unnecessary

spending, including special programs like the Scholarship Program. Suspension of the scholarship Program for more than one year, requires a vote by the entire membership. *(this section added March 2021)*

ARTICLE VIII

Board of Directors

- A. The Board of Directors shall consist of the elected officers and immediate Past President
- B. Board of Director's Meetings shall be held prior to club meetings or as needed.
- C. A quorum shall be a majority of the Board of Directors
- D. The Parliamentarian shall attend all Board of Directors meetings.
- E. The Board of Directors may authorize up to \$250.00, without membership approval.
- F. The Board shall:
 - 1. Transact all business between meetings of the club.
 - 2. Adopt a budget
 - 3. Make recommendations to the club.
 - 4. Fill vacancies in office.

ARTICLE IX

Committees

- A. Standing Committees shall be:
 - 1. Membership Committee: *(recruitment retention, records, recognition & awards)*
 - 2. Fundraising/Budget Committee: *(Budget, Audit, Fundraising for events, programs & charity/charities)*
 - 3. Program/Events Committee: *(meeting speakers, Directory, Identifying annual charity/charities)*
 - 4. Publicity Committee: *(media coverage, event photos, website, club promotions, scrapbooking)*
 - 5. By-Laws/Elections Committee: *(Review of Bylaws and submit any necessary updates & notices)*
 - 6. Education Committee: *(scholarship program, elections & issues)*
 - 7. Sunshine Committee: *(Refreshments, Cards for illnesses/deaths & Keep Record of Volunteer Hours)*
- B. Special committees may be appointed by the President for specific purposes.

ARTICLE X

Parliamentary Authority

Robert's Rules of Order recently revised edition shall apply on all questions of procedure not specified in these by-laws.

ARTICLE XI
Amendments

- A. These by-laws may be amended by a two-third (2/3) vote at any regular meeting provided at least thirty days notice has been given by mail or report.

Date of last approved amendment March 22, 2021

Date of last approved amendment Dec. 3, 2018

Date of last approved amendment: Dec. 4, 2017

Date of last approved amendment: Sept. 21, 2015

Date of last approved amendment: July 23, 2012

Date of last approved amendment: April 25, 2011

Date of last approved amendment: March 23, 2009

Date of last approved amendment: April 27, 2009

Date of last approved amendment: March 2005

Date of last approved amendment: February 2004

Date of last approved amendment: 2000