

BEACH SUBURBAN REPUBLICAN WOMEN

A member of the Virginia Federation of Republican Women SINCE 1953

BYLAWS



**ADOPTED BY ACTION OF THE MEMBERS OF THE
BEACH SUBURBAN REPUBLICAN WOMEN**

May 13, 2022

Revision Approved by VFRW - April 20, 2024

**BEACH SUBURBAN REPUBLICAN
WOMEN'S CLUB
BYLAWS**

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ARTICLE I NAME AND AFFILIATION

Section 1. Name:

The name of this organization shall be the Beach Suburban Republican Women.

Section 2. Federation Affiliations:

Beach Suburban Republican Women shall be a member of the VIRGINIA FEDERATION OF REPUBLICAN WOMEN (VFRW) and the NATIONAL FEDERATION OF REPUBLICAN WOMEN (NFRW).

ARTICLE II PURPOSES and DEFINITION OF WOMEN

Section 1. DEFINITION OF WOMEN

- A. For purposes of these bylaws, the term “women” is defined as natural born females, meaning people born with biological characteristics associated with female sex, such as XX chromosomes.
- B. This definition and the NFRW’s understanding of women as a distinct biological category are foundational to NFRW’s political beliefs, objectives, and message. NFRW encourages women to embrace and celebrate their status as members of the female sex and discourages them from attempting to adopt an identity that conflicts with their sex. The admission of people who are not women, as these bylaws define the term, to membership in NFRW would compromise NFRW’s political beliefs, objectives, and messages, including its message that women are a distinct biological category and its objective to protect women as a distinct biological category in public policy.

Section 2. The purposes of this organization shall be to:

- (a) Increase the effectiveness of women in the cause of good government;
- (b) disseminate information to local clubs;
- (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 National Committee;
- (f) work for Republican candidates in all elections, including non-partisan elections;
- (g) support the objectives and policies of the Republican National Committee;
- (h) perform any lawful activity not inconsistent with the foregoing.

ARTICLE III POLICIES

Section 1 ENDORSEMENT POLICY

The Club as a whole, its President, and its Campaign Activities Chair shall not publicly endorse any candidate for public office in contested Republican primaries, runoff elections, special elections, or non-partisan elections when more than one Republican is in the race. No woman may use a VFRW or Club title (former or current) to endorse a candidate prior to the selection of a nominee. It is incumbent upon the member to advise campaigns that the member's title may not be used in any format. VFRW members who are running for office are not prohibited from using their title or membership in VFRW.

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 Federation.

Section 2. 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 State Federation policies and bylaws.

Section 3. OTHER ORGANIZATIONS

The club shall not affiliate with any political organization, which is not officially recognized as working in concert with the VFRW, NFRW, and the Republican National Committee.

Section 4. USE OF CLUB NAME

The name of the club shall not be used by any member in supporting a candidate prior to the certification of the Republican nominee, if there is more than one officially filed Republican candidate for the nomination.

Section 5. USE OF CLUB STATIONERY

Club stationary shall be used by the officers and members of the Board of Directors for the conduct of club business only.

ARTICLE IV. MEMBERSHIP

Section 1. Categories of Membership

(a) Primary Membership: A Primary Member shall:

1. Be a resident of the commonwealth of Virginia, have attained the age of eighteen (18), believe in the philosophy of the Republican Party, advocate support for Republican candidates, and support the objectives and policies of this organization.
2. Be a member in good standing who has paid the required amount of dues for the current calendar year, which are stated in the club's standing rules
3. Hold full membership in only one Virginia federated club.
4. Be eligible to make motions and vote, to hold office, to serve on committees, and be a delegate to state and national conventions.

(b) Associate Membership.

1. A female associate member must be a primary member in another federated club and may hold associate membership in more than one club.
2. Republican men are also eligible for associate membership upon payment of required annual dues to the local club. They do not become members of VFRW or NFRW.
3. Associate members (women and men) may attend meetings but cannot make motions, vote, be on committees, serve on committees, hold office, or be counted for the purpose of determining the number of delegates to national or state federation meetings or conventions.
4. Associate members pay only associate dues to the local club, and those dues remain with the club. Associate members are not reported to VFRW or NFRW.
5. District reps will be gratis associate members of the clubs in their district.

(c) Honorary Membership:

Honorary membership may be extended to any person selected by two-thirds ~~vote~~ of the Club's Board of Directors present and voting at a properly called meeting.

Any woman selected who holds primary membership in a different club qualifies to be selected as an Associate/Honorary. Women who have not paid membership in a club must be reported as primary members and must have their VFRW and NFRW dues paid each year by the club.

Section 2. Removal of Individual Members from Club

The Board of Directors shall have complete jurisdiction over removal of members from membership in the club. A two-thirds vote of the Board of Directors is required for removal.

(a) A member may be removed for any of the following reasons:

1. Non-payment of dues.
2. Advocating a split-party ticket.
3. Supporting a candidate running on an opposition ticket.
4. Failure to uphold the policies and objectives of this club as stated in the bylaws.
5. Failure to remain an "Primary Member in Good Standing" (as set forth in Bylaws and/or Standing Rules).

(b) A member whose dues are delinquent shall be advised in writing before removal for nonpayment of dues.

(c) To remove a member for cause other than non-payment of dues, charges in writing, signed by not less than one-third of the members of the club's Board of Directors, shall be sent to the member. That member shall be given 20 days to meet with the Board to defend herself.

Section 3. VOLUNTARY RESIGNATION

In an election in which there is a Republican candidate, a member who chooses to run for office outside the Republican Party shall resign from her club or be removed by her membership for the remainder of the calendar year.

Section 4. RESPONSIBILITIES OF LOCAL CLUBS

(a) A local club whose members reside in more than one (1) Congressional District shall be counted as a local club in the district where the greatest number of its primary members reside.

- (b) Local clubs will contribute funds to cover the administrative expenses of their District Representative for printing, postage, etc. The amount each local club will contribute will be determined by the local clubs within a district.

Section 5. ELIGIBILITY DOES NOT ASSUME MEMBERSHIP CONFERRED

Eligibility for membership does not guarantee, and one cannot assume, automatic grant of membership; however, membership will announce new members as confirmation.

ARTICLE V DUES AND SERVICE CHARGE

Section 1. Membership Dues:

Dues for primary and associate members are set forth in the Standing Rules.

Section 2. Virginia Federation Dues:

Annual dues for a club shall be computed per capita for full membership. Current dues per primary member shall be remitted to the VFRW at the beginning of the fiscal year, January 1st, and as dues are received throughout the year.

Section 3. Service Charge

Each club shall pay a service charge as specified in the Standing Rules for which it will receive all mailings and other services of the VFRW unit.

ARTICLE VI OFFICERS AND THEIR DUTIES

Section 1. ELIGIBILITY

Each elected officer shall be a primary member in good standing in the Beach Suburban Republican Women's Club.

Section 2. OFFICERS

Elected officers of this organization shall be: President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, and Treasurer.

Section 3. TERM

Officers shall be elected at the annual meeting in November. Term of office shall be from January 1st to December 31st, or until a successor is elected. No officer shall serve for more than two consecutive terms in the same office unless there are no alternatives. Six months or more shall be considered a term in determining eligibility for re-election. Club presidents shall furnish the names, addresses, zip codes-plus four, phone numbers, and email addresses of the

elected officers to the President, Corresponding Secretary, and Treasurer of the VFRW no later than January 15 each year.

Section 4. VACANCIES:

A vacancy in the office of President shall be filled by the 1st Vice President. A vacancy in an elective office, other than the President, shall be filled by the Board of Directors at the first meeting following the vacancy.

Section 5. REMOVAL FROM OFFICE

Members of the Executive Committee may be removed by two-thirds (2/3) vote of the membership for any of the following reasons after investigation by the Executive Committee:

- a) Non-payment of dues,
- b) Advocating for an opposition party candidate,
- c) Supporting an opposition party ticket, or
- d) Failure to uphold the policies and objectives of this club as stated in the bylaws.

Section 6. DUTIES OF THE PRESIDENT

- (a) To call and preside over all meetings of the club, the Executive Committee, and the Board of Directors.
- (b) To appoint a Parliamentarian and chairs of all standing and special committees, except the Nominating Committee, subject to approval of the Executive Committee.
- (c) To prepare a program of action, after consultation with the chairs of standing committees, for presentation to the Executive Committee and approval by the Board of Directors and the membership.
- (d) To prepare an annual budget and present it for approval by the membership.

- (e) To appoint at least two members to the Audit Committee.
- (f) To serve as an ex-officio member of all committees, except the Nominating Committee.
- (g) To sign checks when necessary.
- (h) To send the names, addresses, zip codes-plus four, telephone, and, when authorized, email addresses of current club officers to the VFRW President, Corresponding Secretary, and Treasurer by December 31st each year.
- (i) To be the official representative of the club whenever such representation is requested or required, or designate someone as her representative/proxy in her absence or inability to do so.
- (j) To represent the club as a voting member of the VFRW Board of Directors and whenever such representation is requested or required. Should the President not be able to attend the VFRW Board Meeting, a member in good standing from her own club may attend in her place bearing a proxy.
- (k) To provide the following to the District Representative:
 - (i) Club funds to cover administrative expenses of the District Representative for printing, postage, in the amount determined by the club presidents within a District.
 - (ii) Copies of the club newsletter and/or calendar of events.
- (l) To send a copy of the club newsletter to the VFRW President and to the Corresponding Secretary.
- (m) To send the names of the officers with check-signing authority to the VFRW Treasurer, if requested by VFRW. Each club shall have its own federal ID#, and the club bank account shall be in the club's name.
- (n) To accept resignation by written letter or email of any member wanting to resign from a position, a chairmanship, or the club.

Section 7. Duties of the Vice Presidents:

- (a) The First Vice President shall serve as Program Chairman for her term in office.
- (b) The Second Vice President shall serve as Membership Chairman and keep a membership roster.
- (c) The Vice Presidents in their order shall perform the duties of the President in her absence and shall perform such other duties as may be assigned to them by the President.

Section 8. Duties of Recording Secretary:

- (a) To keep the minutes of all meetings of the club, the Executive Committee, and the Board of Directors, and to have these minutes available to the President within 10 calendar days of such meetings;
- (b) To keep a current inventory of Club property;
- (c) To maintain all club records and historical items;
- (d) To perform such other duties as may be assigned to her by the President.

Section 9. Duties of Corresponding Secretary:

- (a) To conduct the correspondence of the club and preserve in a permanent file all letters and papers of value to the club;
- (b) To send notices of all meetings to the membership, unless the Public Relations chair has been designated to do so;
- (c) To perform such other duties as may be assigned to her by the President.

Section 10. Duties of Treasurer

- (a) To verify that the officers authorized to sign checks are on file at the local bank;
- (b) to keep accurate and detailed financial records, and be custodian of all club funds
- (b) To give written and verbal reports at all meetings;
- (c) To disburse funds as directed by the Executive Committee and by the membership at regular meetings;
- (d) To collect dues from primary and associate members;

- (e) To serve as custodian of all Club funds and deposit them in the bank(s) approved by the Executive Committee;
- (f) To maintain the official membership list of the club, and to place this list under irrevocable trust for the exclusive use of the unit, the VFRW, and the NFRW;
- (g) To remit dues per capita and the local club service charge to the VFRW Treasurer, beginning January 1 and no later than thirty (30) days prior to the VFRW Convention. A list of the names, addresses, zip codes-plus four, phone numbers, and, when authorized, email addresses of the primary members shall accompany the submission.
- (h) To record the names, addresses, telephone numbers, and email addresses of associate members;
- (i) To submit financial records for audit at the completion of the Treasurer's term;
- (j) To assist the President and Finance Committee in the preparation of the annual budget, and to serve as an ex-officio member of the Finance Committee.

Section 11. Reports and Records:

Officers and committee chairwomen shall submit to the President an annual written report. Officers shall deliver all records, files, and properties of the club to their successors or the President within five working days after retiring from office, unless otherwise directed by the President or Board of Directors.

ARTICLE VII CLUB MEETINGS

Section 1. Regular Meetings:

Regular meetings of the entire membership shall be held so as to allow for at least five meetings a year. The time and place of these meetings shall be set by the Board of Directors with at least 10 days notice given to the membership.

Section 2. Special Meetings:

Special meetings may be called by the President or on petition of one-fourth of the primary membership, provided all members are notified of the time, place and purpose at least 5 days prior to such meeting. No matter shall be considered at a special meeting except that stated in the call to the meeting.

Section 3. Annual Meetings:

The November meeting each year shall be designated the annual meeting at which time reports shall be given and the election of officers held.

Section 4: Quorum:

One-fourth of the primary members of the club shall constitute a quorum at any membership meeting.

Section 5: Voting Eligibility:

All primary members must have paid membership dues at least two months prior to the annual meeting to be eligible to vote at the annual meeting.

Section 6: Fiscal Year:

The fiscal year of this club shall be from January 1st through December 31st.

ARTICLE VIII BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE

Section 1. Board of Directors:

The Board of Directors shall be composed of the elected officers of the club, the immediate Past President, and the Standing Committee chairwomen.

A. Duties of Board of Directors:

- (a) To meet at least twice a year at the call of the President and/or the Executive Committee. These meetings will be open to all primary members who may speak to an issue when granted permission by the presiding officer; however, they may not vote.
- (b) To transact any necessary business between meetings of the club, to make recommendations concerning policies of the club, and to advise the President;
- (c) To remove members from membership as specified in Article IV, Section 3.
- (d) To fill vacancies as specified in Article V, Section 4.

Section 2. Quorum for Board Meeting

One-half of the members of the Board of Directors shall constitute a quorum at any meeting. A Board member may appoint a proxy to a non-voting member of the Board who shall have a voice and a vote.

Section 3. Executive Committee:

The Executive Committee shall be composed of the elected officers of the club and the Immediate Past President.

A. Duties of the Executive Committee:

- (a) To meet when called by the President;
- (b) To advise the President;
- (c) To authorize the disbursement of funds in amounts designated by the Standing Rules. Disbursements over a set amount must be recommended by the Directors and presented to the entire membership for regular meeting.
- (d) To ratify appointment of Standing Committee chairwomen.

Board of
approval at the next

B. Quorum for Executive Committee Meetings:

One-half of the members of the Executive Committee shall constitute a quorum at any meeting.

ARTICLE IX STANDING AND SPECIAL COMMITTEES**Section 1. Standing Committees:**

There shall be the following standing committees: Bylaws, Campaign Activities, Finance, National Legislation, State Legislation, Membership, Programs, and Public Relations. No other Standing Committees may be established without an amendment to the bylaws. The 1st Vice President shall serve as Chair of the Programs Committee, and the 2nd Vice President shall serve as Chair of the Membership Committee. Officers are eligible to serve as Chairs of Standing or Special Committees.

Section 2. Duties of Standing Committees:

These Standing committees shall prepare programs of action in their respective fields for consideration by the President and Board of Directors. Their duties shall include those set forth by the VFRW and the NFRW.

duties

Section 3. Special Committees:

Special Committees, except the Nominating Committee, shall be appointed by the President. The President shall notify the club when special committees are appointed. The President may appoint chairs 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 Board of Directors or Executive Committee .

Section 4. Records and Reports:

All committee chairwomen shall present reports at the annual November meeting. The records, files, and properties of the club shall be delivered to their successors within 5 days following the new appointments.

ARTICLE X NOMINATIONS AND ELECTIONS

Section 1. Nominations:

The Nominating Committee of not less than three (3) primary members in good standing shall be elected by the club at a regular meeting at least one (1) month prior to the annual meeting. The Nominating Committee shall elect a Chairman from one of its own number, and report one nominee for each office at a regular meeting, one (1) month prior to the annual meeting, or by written notification to the club membership at least ten (10) days prior to the annual meeting. No member shall serve for more than two (2) consecutive years on the Nominating Committee.

Section 2. Nominations from the Floor:

Nominations may be made from the floor of the annual meeting following the report of the Nominating Committee.

Section 3. Requirement for Nominee Consent

No one shall be a nominee who has not given prior consent to serve if elected.

Section 4. Election of Officers:

Officers shall be elected by ballot at the annual meeting. A majority vote shall elect. When there is only one candidate for an office, election may be by voice vote.

ARTICLE XI. STATE FEDERATION CONVENTION DELEGATES

Section 1. Annual Meeting

Prior to the VFRW biennial convention, the club shall elect representation to the Convention in the method set forth in the VFRW Bylaws.

Section 2. Election of Delegates

Election of Delegates and alternates shall take place at a general meeting before the Convention to conform to VFRW certification requirement.

ARTICLE XII. PARLIAMENTARY AUTHORITY

The current edition of Robert's Rules of Order Newly Revised, and the NFRW and VFRW Bylaws shall govern the club in all cases in which they are applicable and in which they are not inconsistent with these bylaws and special rules the VFRW Board of Directors or Annual Convention Delegates may adopt.

ARTICLE XIII. AMENDMENTS TO BYLAWS

Section 1. Vote Required for Amendment:

These bylaws may be amended by a two-thirds vote of the primary members present at any regular meeting, provided notice of the proposed amendment(s) shall have been submitted in writing to every member at least thirty (30) days before.

Section 2. Review of Amendments and Bylaws:

Bylaws and all proposed amendments thereto of all units shall be sent electronically to the VFRW Bylaws Chairman for timely review, but no less frequently than every two years. Units may be requested by the Chairman to amend unit bylaws to conform to VFRW and/or NFRW Bylaws. Review of Bylaws and all amendments will be accomplished within 90 calendar days after receipt. Any recommendations of the VFRW Bylaws Chairman shall be acted on at the first meeting of the club.

Section 3. Automatic Amendment:

If any amendment to the VFRW or NFRW Bylaws makes a corresponding amendment to these Bylaws necessary or causes them to be in conflict with the VFRW or NFRW Bylaws, these Bylaws shall be amended automatically according to amendments adopted by vote of the state and national bodies.

ARTICLE XIII 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 thirty (30) days prior and has been sent to all members of the club, and provided the club follows the procedure outlined in the VFRW Standing Rules. In the event of dissolution, the Executive Committee shall, after payment of all liabilities of the club, distribute any remaining assets to the VFRW. 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 VFRW.

Club: Beach Suburban Republican Women's Club

Bylaws Review:

Date: Reviewed; February 11, 2013

Reviewer: Sally Linderman

VFRW Bylaws Chair: Alicia Brittle

Bylaws Review:

Date Bylaws Adopted: March 1, 2013

Date Reviewed: January 21, 2014

Reviewer: VFRW Bylaws Chair: Alicia Brittle

Bylaws Review:

Date Revised Bylaws Drafted - 2/09/11

Date Revised Bylaws Adopted - 3/9/2011

Bylaws Review:

Date Revised Bylaws Adopted: March 1, 2013

Date Reviewed: January 21, 2014

Reviewer: VFRW Bylaws Chair: Alicia Brittle

Date Bylaws & Standing Rules Adopted: January 21, 2014

Bylaws Review:

Date of VFRW Review:

Initial Review 2/19/2022; Revisions Required.

VFRW 2nd Review 4/22/22: Minor Revisions needed

Reviewed By: Jan Burch, VFRW Bylaws Chair

Date of Approval: 5/13/22

Bylaws Review:

Date Reviewed by VFRW Bylaws committee: 4-5-24

Reviewer: VFRW Bylaws Chair: Jenny Mundy

Date Bylaws & Standing Rules Adopted:

Date of Approval: 4-20-24

BSRWC STANDING RULES**1. Meetings:**

- (a) Meetings shall be held on the second Wednesday of the month unless otherwise announced.
- (b) Meetings shall be held at 12:00 p.m. with registration starting at 11:30 a.m. unless otherwise announced.
- (c) Meetings shall be held September through May unless otherwise announced.

2. Membership Dues and Service Charge:

- (a) The annual dues shall be \$50.00 for primary members. Dues are payable upon joining and each January 1st thereafter
- (b) Associate members' dues shall be \$25.00 annually, regardless of when the Associate member joins.
- (c) The club shall pay a service charge to the VFRW Treasurer no later than 30 days prior to the Annual VFRW Convention.

3. Disbursement of Funds:

- (a) May be authorized by the Executive Committee in the amount of \$500.00 or less.
- (b) Disbursements of over \$500.00 must be recommended by the Executive Board and presented to the entire membership for approval.
- (c) Before issuing reimbursements, the Treasurer shall be provided with original receipts and receive authorization from the President.
- (d) For reimbursements due to the President, two members of the Executive Committee shall authorize the transaction.
- (e) All reimbursements shall be paid within the same calendar year as the expense.

4. Scholarship:

- (a) The Lois Roulston Scholarship shall be for a Republican woman continuing her education, taking classes, or participating in a training program that furthers her career or helps prepare her to run for political office.
- (b) The Scholarship shall be funded by the profits from the sale of chances at club meetings or events.

5. Additional Duties of the First Vice-President (for BSRWC only):

- (a) The First Vice-President shall serve as Program Chairman for her term in office. She will confirm in writing with the speaker the date, time of meeting, and time allotted for the presentation.
- (b) The First Vice-President shall also inform the speaker that, as a guest of BSRWC, lunch will be complimentary. However, any guests or staff that accompany the speaker must make reservations and will be charged for lunch, but they will be charged the member rate, which may be less than the guest rate.
- (c) Speakers' fees and/or transportation costs will not be paid by BSRWC except by a vote of the Board prior to finalization of the presentation.

6. CLUB VOLUNTARY RESIGNATION FROM THE FEDERATION AND/OR MERGER OF CLUBS:

SECTION 1. PROCEDURES

In the event that a Club decides to dissolve, resign their membership in VFRW, merge with another club and/or resign their membership in the VFRW, the club shall follow all the procedures as contained in the VFRW Standing Rules. The right to use of the name of a dissolved local Club shall revert to the VFRW.

SECTION 2. ASSETS

- a. Upon voluntary resignation or dissolution of a local Club, its assets shall be distributed to the VFRW within thirty (30) calendar days. None of the Club assets shall be distributed to any member or officer of the organization.
- b. In the event that two or more clubs merge, all assets will also merge in accordance with the procedures outlined in the VFRW Standing Rules.

7. VFRW PROXY FORM:

- a. No individual may cast more than one (1) vote total. (*NOT her own vote plus one for her proxy*)
- b. A proxy shall be in writing or by electronic transmission signed by the maker of the proxy.
- c. A proxy may only be given to a member in good standing of her own club.
- d. The proxy shall be substantially in the following form:

PROXY

I, _____ ,

a member of _____ RWC, holding the position

of, _____ do hereby constitute and appoint

_____, a

member of _____ RWC, holding the office

of _____ as my proxy at the Board of

Directors Meeting to be held at _____

on _____, 20____, or at any adjourned meeting thereof.

Signed _____

Printed Name _____

Date _____

8. AMENDMENTS:

These Standing Rules may be amended by a two-thirds majority of the members present and voting at a regular meeting of the club for which proper notice was given.

APPROVALS:

Club: Beach Suburban Republican Women's Club

Date Standing Rules Drafted - 3/05/08

Date Standing Rules Adopted - 3/12/08

Date Revised Standing Rules Drafted - 2/09/11

Date Standing Rules Adopted - 3/9/2011

Date Revised Standing Rules Drafted - 2/09/13

Date Standing Rules Adopted: March 1, 2013

Date Standing Rules Reviewed: January 21, 2014

Reviewer: VFRW Bylaws Chair: Alicia Brittle

Date Standing Rules Adopted: January 21, 2014

Date Standing Rules Revised and Adopted: November 11, 2015

Date Standing Rules Revised - 1/06/2020

Date Standing Rules Adopted - 1/08/2020

Date of VFRW Review: Initial Review 2/19/2022; Revisions Required.

Date Approved : 4/22/22

Reviewed By: Jan Burch, Chair, VFRW Bylaws Committee

Date Approved : 4/20/24

Reviewed By: Jenny Mundy, Chair, VFRW Bylaws Committee