

Bylaws revised and voted in on 8/17/2020
THE WALKER COUNTY REPUBLICAN WOMEN

ARTICLE I - NAME and ADDRESS

The name of this organization shall be: **WALKER COUNTY REPUBLICAN WOMEN**

The address of this organization shall be: **P.O. Box 7382 Huntsville, TX 77342-7382**

ARTICLE II - OBJECTIVES

The objectives of this organization shall be:

- To work for the election of the Republican Party's nominees.
- To promote an informed electorate through political education.
- To increase the effectiveness of women in the cause of good government through active political participation.
- To facilitate cooperation among local Republican Women's clubs.
- To foster loyalty to the Republican Party and to promote its principles and candidates in all elections including non-partisan elections.

ARTICLE III - POLICY

- Section 1. Candidate Endorsement:** This organization, its president, and its campaign activities chairman shall not publicly endorse any candidate for public office in contested Republican primaries, runoff elections, and special elections, and/or non-partisan elections when more than one Republican is in the race. No candidate shall use the TFRW logo in any political advertising, and any political advertising shall contain the following disclaimer: "This endorsement is given by the individual(s) only, NOT the Texas Federation of Republican Women."
- Section 2. Working for a Candidate:** Individual members of this organization, with the exception of the President and Campaign Activities Chairman, may work for any candidate of their choice in contested Republican primaries but not in the name of the organization.
- Section 3. Candidate Endorsement Exemption:** This article pertains only to contests between Republican candidates for public office. If the President or Campaign Activities Chairman is a candidate, or whose husband, or another family member, she shall be exempt from this rule, but may not endorse in the name of the organization.
- Section 4. Controversial Issues:** This organization and its officers shall not issue statements or pass resolutions on controversial issues in the name of the organization without first polling its members and obtaining a two-thirds (2/3) written vote of approval of the total membership.
- Section 5. Lobbying:** There shall be no lobbying with Legislators using the name of the Texas Federation of Republican Women by any federated local club or any individual member without the express permission of the Board of Directors of the Texas Federation of Republican Women.
- Section 6. Organization Membership:** This organization and its members shall be members of the Texas Federation of Republican Women and the National Federation of Republican Women,

shall support their objectives and policies, and shall pay per capita dues and the annual service charges to said organizations.

Section 7. Registered PAC: This organization shall be registered with the Texas Ethics Commission as a Political Action Committee.

Section 8. Delivery of Records: All officers and all committee chairmen and vice chairmen shall deliver all records, files, passwords, social media administrative rights, and properties of the club to their successor before December 31 of the year in which she is retiring from office, or within 3 days of leaving the position if earlier than December 31, unless otherwise directed by the club President or Executive Committee. Failure to meet the deadlines may result in the termination of her membership by the club.

Section 9. Candidate Fairness:

After the end of the candidate filing period for any office and ending the day after the final election for that office, it is the policy of TFRW that all Republican candidates for that office shall be treated fairly and equitably. When one Republican candidate for an office is invited to speak at a Federation or local club meeting, then all Republican candidates for that office shall be offered equal presentation time at the same meeting or another meeting before the election.

Article IV - Membership

Section 1. Eligibility:

- A. Any woman believing in the philosophy of the Republican Party and in the objectives of this organization shall be eligible for membership.
- B. She shall be a registered voter.
- C. Dues must be paid for at least one month and at least one meeting must be attended prior to the privilege of voting.

Section 2. Classification of Membership:

Primary - any woman who believes in the philosophy of the Republican Party and the objectives of the local club and who pays the required annual dues is classified as an active member.

- **Delegate Representation:** An active member may be counted in only one local club for the purpose of delegate representation to Federation State and National Conventions, and this will be the only local club in which she may hold office. Her dues and name shall be submitted to the Texas Federation of Republican Women from her primary local club only.

Associate Woman - A Republican Woman who is a regular member of another federated local club and wishes to support the **WALKER COUNTY REPUBLICAN WOMEN** may be eligible for Associate membership upon payment of required dues. She cannot hold office, vote, have voice, or be counted for the purpose determining the number of delegates to National or State Federation meetings or conventions.

Associate Men - Republican men are eligible for Associate membership upon payment of the required annual dues. They cannot hold office, have a voice or vote, or be counted for the purpose of determining the number of delegates to national or state federation meetings or conventions. They do not become members of the State or the National Federation.

Student Associate— A Student Associate is a young person, currently enrolled as a part-time or full-time student who wishes to be affiliated with a local Republican Women's club by paying the required annual dues. A Student Associate may not be listed on the roster to the Texas Federation of Republican Women, cannot be counted for purposes of determining the number of delegates to the Texas Federation of Republican Women or the National Federation of Republican Women meetings or conventions, and shall have no vote at local club meetings. His/Her name and dues will not be sent to the Texas Federation of Republican Women Headquarters.

ARTICLE V - OFFICERS AND EXECUTIVE COMMITTEE

Section 1. Elected Officers: The officers of this organization shall be President, Vice President, Secretary, and PAC Treasurer.

Section 2. Duties of Officers:

(a) The President

The President shall preside at all meetings of the organization and the Executive Committee, shall appoint chairmen of all standing and special committees except that of the Nominating Committee and any other chairmen designated in these bylaws, with the approval of the Executive Committee; shall appoint a parliamentarian; shall serve *ex officio* as a member of all committees except the Nominating Committee; and shall have general supervision of the work of the organization.

(b) The Vice President

The Vice President shall perform the duties of the President whenever the President is absent or otherwise unable to serve. The Vice President shall also serve as Program Chair in which her duties include contacting and arranging for speakers for regular meetings. She shall perform such other duties as the President may designate.

(c) The Secretary

The Secretary shall keep a factual and unbiased record of the proceedings of all meetings of the organization and the Executive Committee, shall prepare the correspondence of the organization, shall have custody of all records pertinent thereto and shall perform such additional duties as may be required of the office.

(d) The PAC Treasurer

The PAC Treasurer shall receive and be Custodian of all funds of the organization and shall pay all bills upon authorization by the President. The Treasurer shall keep an account of all monies received and disbursed and shall give a report at each regular meeting of the organization to the membership. She shall be registered with the Texas Ethics Commission and shall submit all reports required by the TEC in a timely manner. All records must be submitted at the end of the year for review. She shall be chairman of the Finance Committee.

- The PAC Treasurer and the President will communicate regarding due dates of Texas Ethics Commission paperwork. If the club is fined due to incorrect or late paperwork, the PAC Treasurer will not be held personally liable. The club will pay the fines.

Section 3. Term of Office: The term of office for officers and chairmen shall be for **two years** or until their successor is elected, from January 1 through December 31 following their election or appointment, and no officer or chairman may serve in the same position for more than two consecutive terms with the exception of the PAC Treasurer, although she is reelected at each election cycle.

Section 4. Delivery of Records: All officers and all committee chairmen shall deliver all records, files, and properties of the club to their successors before December 31 of the year in which they are retiring from office unless otherwise directed by the President.

Section 5. Mileage Reimbursement for Officer Training: When funds are available, the club will reimburse officers for mileage at the current IRS rate to encourage leadership training and participation at HGAC meetings, Leadership Day in Austin, etc. when it pertains specifically to Officer training for the betterment of the organization.

Article VI- MEETINGS

Section 1. Annual Planning Meeting: The annual planning meeting of the organization shall be held in January to plan meetings for the year.

Section 2. Regular Meetings:

The regular meetings shall be held on the **3rd Monday** of each month unless otherwise ordered by the Executive Committee, which shall give no less than seven (7) days notice of the change to the membership.

Section 3. A minimum of five regular meetings per year, shall be held.

Section 4. Special Meetings:

Special meetings shall be held at the call of the President or upon the request of 30% (a percentage number larger than the designated local club quorum) The purpose of the meeting shall be stated in the call and no other business shall be considered at the special meeting except that stated in the call of the meeting. A minimum of 3 days notice shall be given to members.

Section 5. Regular Meetings of the Executive Committee:

Regular meetings of the Executive Committee shall be held within one week prior to the regular meeting of the membership at such time and place as may be determined by the President.

Section 6. Special Meetings- Executive Committee:

Special meetings of the Executive Committee may be called by the President or upon the request of a majority of the members of the Committee; the purpose of the meeting to be stated in the call and no other business shall be transacted. A minimum of 3 days notice shall be given to members of the Executive Committee.

Section 5. Quorum for Regular Meeting:

A quorum for a meeting of this organization shall be **25%** of the members.

Section 6. Quorum for Committee Members:

A quorum for a meeting of the Executive Committee shall be a majority of the Executive Committee.

ARTICLE VII – DUES

Section 1. Fiscal Year: The fiscal year of this club shall be from January 1 through December 31.

Section 2. Membership Dues: The membership dues shall be \$13.00 above the Texas Federation of Republican Women and National Federation of Republican Women Dues each

year, payable December 31st, which shall include **WALKER COUNTY REPUBLICAN WOMEN** dues, state dues, and national dues and shall be delinquent March 1. Dues paid after Oct. 31st are applied to the following year's dues.

Section 3. This organization shall pay the annual service charges required by the Texas Federation of Republican Women and the National Federation of Republican Women and submit names and addresses of club officers and members with payment.

Section 4. This organization shall pay the annual per capita dues for its active members and annual service charges to the TFRW and NFRW.

ARTICLE VIII - EXECUTIVE COMMITTEE

Section 1. The Executive-Committee shall consist of the elected officers, the immediate Past President, who shall serve as adviser, the chairmen of the Standing Committees, and the Parliamentarian, who shall serve *ex officio* without vote.

Section 2. The Executive Committee shall have the authority to transact any necessary business between meetings, to make recommendations as to the policies of the organization, to advise the President, and to fill vacancies that occur between elections by a two-thirds (2/3) vote of the Executive Committee members present and voting with the exception of a vacancy in the presidency, in which case the Vice President shall assume the office of President and the Executive Committee shall elect a Vice President as stated herein.

Section 3. A quorum for a meeting of the Executive Committee shall be a majority of the Executive Committee.

Section 4. A vote may be conducted by mail, telephone, facsimile, or email between meetings of the Executive Committee. A decision can be rendered only after written documentation has been received from a majority of the Executive Committee.

ARTICLE IX - COMMITTEES

Section 1. Standing Committees:

The standing committees shall include: Campaign Activities, Political Action, and Legislation. Other Standing Committees may be appointed by the President and/or Executive Committee as deemed advisable. The chairmen of the standing committees shall be appointed by the President unless otherwise provided for in these bylaws. The committees shall outline programs for action in their respective fields for consideration and adoptions by the Executive Committee, shall carry out such other duties as may be prescribed by the Executive Committee and/or President.

Political Action Committee (PAC): The Political Action Committee shall be chaired by the PAC Treasurer. She shall abide by Texas Election Laws and the opinions issued by the Texas Ethics Commission. All decisions relative to the distribution of funds shall be approved by the Executive Committee.

Section 2. Special Committees:

Special committees shall include: Internal Review, Nominations, and finance, whose chairmen shall be appointed by the President, except that of the Nominating Committee. Other special committees may be appointed by the President and/or Executive Board as deemed advisable.

Finance Committee: The members of this committee shall be the President, Vice

President, Secretary, PAC Treasurer, and Chairman of the Finance Committee. The Finance Committee shall draw up a projected budget for the fiscal year and submit it to the membership for approval.

Internal Review Committee: An Internal Review Committee shall be selected to conduct an internal review of the books by December 31 of the fiscal year and shall submit its report to the Executive Committee prior to the regular meeting in January. The Treasurer shall be present at the internal review of the books. The special committees shall outline programs in their respective fields for consideration and adoption by the Executive Committee. These committees shall be formed only for the duration of their service. Their chairmen will not have a voice or voting rights on the Committee.

Section 3. All Committees shall report to the membership at the Executive Committee and the regular meeting as ordered by the President.

ARTICLE X - NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee:

A nominating committee of not less than **3** and not more than **5**, at least **2** of whom shall not be a member of the Executive Committee, shall be elected by the membership at the **August** meeting. The Nominating Committee shall elect its chairman from one of its own number. A plurality vote shall elect the members of the committee. The Nominating Committee shall report one nominee for each office at the **September** meeting, at least 30 days ahead of the election. The nominating committee cannot succeed itself.

Section 2. Elections:

Elections shall be held at the **October** meeting after the Nominating Committee has reported its nominees. Nominations from the floor shall be allowed, provided prior consent of each of the nominees shall be obtained. Where there is only one candidate for an office, election may be by voice vote. Where there is more than one candidate for an office, election shall be by ballot. A plurality vote shall elect. No absentee or proxy voting shall be allowed.

Section 3. Installation: Officers shall be installed at the **December** meeting.

ARTICLE XI - CONVENTIONS

Section 1. Texas Federation of Republican Women Biennial Convention:

This organization may be represented at the Biennial State Convention by one delegate and one alternate for each ten (10) members and an additional delegate and alternate for a remainder of six to nine members. Delegates and alternates to the convention of the Texas Federation of Republican Women shall be elected at the **July** meeting.

Section 2. National Federation of Republican Women Biennial Convention:

This organization may be represented at the Biennial National Convention by one delegate and one alternate. The delegate and alternate to the National Federation of Republican Women Convention shall be elected at the **May** meeting.

Article XII - PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, or the latest edition of shall govern all proceedings except where inconsistent with the Bylaws of this organization and those of the Texas Federation of Republican Women and of the National Federation of Republican Women.

ARTICLE XIII - AMENDMENTS

These bylaws may be amended by a two-thirds vote of the active members present and voting at any regular meeting of this organization or adjourned session thereof provided notice of the proposed amendment has been given in writing to all members at least 30 days prior to the meeting.

ARTICLE XIV - DISSOLUTION

This club may be dissolved by a two-thirds vote at any meeting of the local club, provided that the notice of the dissolution has been submitted at the previous meeting and has been sent by first class U. S. mail to all members of the local club. In the event of dissolution, the Executive Committee shall, after payment of all liabilities of the local club, distribute any remaining assets to the state federation. None of the assets shall be distributed to any member or officer of the organization. The right to use the name shall revert to the state federation.

Revised and accepted 5/19/2014 editorial change to delete instructional language 8/28/14 ML

P.O. Box change made on 02/21/2015 ML

Revised 2/11/2018 to show correction of 4 digit Zip Code tag and to include 2017 convention amendment "Article III Section 6. Delivery of Records". It falls under Section 8 of these bylaws Revision made by ML (Madilene Loosier)

*Revised 3/10/2020 to reflect NFRW, TFRW and WCRW additions and changes. Revision by Madilene Loosier.