

**McLENNAN COUNTY REPUBLICAN WOMEN
WACO, TX**

**June 13, 2017
Bylaws**

**ARTICLE I
NAME AND ADDRESS**

The name of this organization shall be known as the McLennan County Republican Women, Waco, Texas. The address of this organization shall be that of the incumbent president.

**ARTICLE II
OBJECTIVES**

The objectives of this organization shall be:

- To promote an informed electorate through political education and action;
- To increase the effectiveness of women in the cause of good government through political participation;
- To facilitate cooperation among Republican Women's Clubs;
- To foster loyalty to the Republican Party and to promote its ideas;
- To support the objectives and policies of the Republican National, State, and County executive Committees and to work for the election of the Republican Party's nominees.

**ARTICLE III
POLICY**

Section 1: Candidate Endorsement:

This organization, its President, and its Campaign Activities Chairman shall not endorse or work for any candidate for public office in contested Republican Primaries, Runoff Elections, Special Elections, and/or nonpartisan 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:

- (a) Individual members of this organization, with the exception of the President and the Campaign Activities Chairman, may work for any candidate of their choice in contested Republican primaries, but may not do so in the name of the organization.
- (b) This local unit shall not publicly endorse nor work for a known candidate of another party in a partisan or nonpartisan race where a Republican is in the race. When more than one Republican is in a nonpartisan or partisan race, neither this local unit, the local unit President, nor the Campaign Activities Chairman shall publicly endorse or work for any candidate in said race.

Section 3: Endorsement Exemption:

This article pertains only to contests between Republican candidates for public office. An Officer of this organization who is a candidate, or whose husband or a member of her family is a candidate, shall be exempt from this rule but may not endorse in the name of the organization.

Section 4: Candidate Fairness:

After the end of the 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 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.

Section 5: Controversial Issues:

This organization and/or 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 vote of approval of the total membership.

Section 6: Lobbying:

There shall be no lobbying with Legislators using the name of the Texas Federation of Republican Women by any federated club or any individual member without the express permission of the Board of Directors of the Texas Federation of Republican Women.

Section 7: Delivery of Records:

All officers and all committee chairmen and vice chairmen shall deliver all records, files, passwords, social media administrative right, 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.

ARTICLE IV **MEMBERSHIP**

Section 1: Eligibility:

Any woman or man believing in the philosophy of the Republican Party and in the objectives of this organization shall be eligible for membership. She shall be a registered voter. To be eligible to vote in club elections, the member must have paid her dues at least 3 days prior to the election and must have attended at least one meeting.

Section 2: Membership:

(a) **Active Membership:**

An active member is a woman who meets the eligibility requirements of this organization and pays the annual dues. She shall enjoy the full privileges of membership.

(b) **Associate Membership:**

(1) A Republican man is eligible for membership upon payment of the required annual dues to the local unit. He 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.

(2) A Republican Woman who is a regular member of a federated local unit and who wishes to support the McLennan County Republican Women local unit may be eligible for Associate membership upon payment of the required dues to this local unit. She cannot hold office, vote or be counted for the purpose of determining the number of delegates to National or State Federation meetings or conventions. An Associate member does not become a member of the State or National Federation.

Section 3: Delegate Representation:

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

Section 4: Per Capita Dues:

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 to the TFRW and the NFRW and the annual service charge of the McLennan County Republican Women, Waco, Texas.

Section 5: Causes for Removal:

This local unit shall not publicly endorse nor work for a known candidate of another party in a partisan or nonpartisan race where a Republican is in the race. When more than one Republican is in a nonpartisan or partisan race, this local unit, the local unit president, and/or the Campaign Activities Chairman shall not publicly endorse or work for any candidate in said race.

ARTICLE V OFFICERS AND EXECUTIVE BOARD

Section 1: Officers:

The officers of this organization shall be: President, Vice President, Secretary, and Treasurer. All officers and/or committee chairmen shall be registered voters of McLennan County.

Section 2: Duties of Officers:

- (a) **The President** shall preside at all meetings of the organization and the Executive Board, shall appoint chairmen of all standing and special committees and the Political Action Committee Treasurer, with the exception of the Nominating Committee. The President 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. The President shall be a citizen of the United States.
- (b) **The Vice President** shall perform the duties of the President whenever the President is absent or otherwise unable to serve. She shall be an ex officio member of all committees except the Nominating Committee. She shall perform such other duties as the President may designate.
- (c) **The Secretary** shall keep a factual and unbiased record of the proceedings of all meetings of the organization and the Executive Board, 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 her office.

- (d) **The Treasurer** shall receive and be custodian of all funds of the organization and shall pay bills upon authorization by the President. The Treasurer shall keep an account of all moneys received and disbursed to the membership and shall give a report to the membership at each regular meeting of the organization. She shall submit her financial records to the internal review committee for an end of year financial review no later than December 31. She shall be Chairman of the Finance Committee.

Section 3: Executive Board:

The Executive Board shall consist of the elected officers, the immediate Past President, and the chairmen of the Standing Committees as defined in Article IX, Section 1. The Parliamentarian shall serve as ex officio member without a vote.

Section 4: Duties of the Executive Board:

The Executive Board 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 two-thirds vote of the Board members present, with the exception of a vacancy in the presidency, in which case the Vice President shall assume the office of President and the Executive Board shall elect a Vice President as stated herein.

Section 5: Term of Office: The term of office for officers shall be two years or until their successor is elected, whichever occurs earliest. The term of office for chairmen shall be two years or until their successor is appointed by the President, whichever occurs earlier. No officer or chairman may serve in the same position for more than two consecutive terms.

Section 6: Voting: A vote may be conducted by mail, telephone, facsimile, or email between meetings of the Executive Board. A decision can be rendered only after documentation has been received from a majority of the Executive Board. All votes shall be provided to the Secretary to be added to the minutes.

ARTICLE VI **MEETINGS**

Section 1: Annual Meeting:

The Annual Meeting of the organization shall be held in January.

Section 2: Regular Meetings:

The regular meetings may be held on the fourth Tuesday of each month unless otherwise ordered by a majority vote of the Executive Board. There will be no less than five (5) meetings per year.

Section 3: Special Meetings:

Upon 7 days written notice, special meetings shall be held at the call of the President or upon the request of ten percent (10%) of the members, the purpose of the meeting to 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.

Section 4: Regular Meetings Executive Board:

Regular meetings of the Executive Board shall be held prior to any scheduled regular meeting with time and place to be determined by the President.

Section 5: Special Meetings of the Executive Board:

Upon 3 days written notice, special meetings of the Executive Board may be called by the President or upon the request of a majority of the members of the Board, the purpose of the meeting to be stated in the call and no other business shall be transacted.

ARTICLE VII DUES

Section 1: Fiscal Year:

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

Section 2: Membership Dues:

The membership dues, payable January 1 of each year, shall include the per capita dues applicable to the Texas Federation of Republican Women and the National Federation of Republican Women, and shall be delinquent March 1. Associate membership dues are payable January 1 of each year.

Section 3: Annual Service Charge:

This organization shall pay the annual service charges required by the Texas Federation of Republican Women and the National Federation of Republican Women.

ARTICLE VIII
NOMINATIONS AND ELECTIONS

Section 1: Nominating Committee:

A Nominating Committee of not less than three (3) members and not more than five (5), at least one of whom shall not be a member of the Executive Board, shall be selected by the membership at the September meeting. The Nominating Committee shall elect its Chairman from one of its own members and shall report one nominee for each office at the October meeting.

Section 2: Elections:

Elections shall be held at the October meeting, and nominations from the floor shall be allowed. Prior consent of the nominee 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, elections shall be by ballot. A plurality vote shall elect. There shall be no absentee or proxy voting.

Section 3: Installation:

Officers shall be installed at the last meeting of the calendar year, and shall assume their duties on January 1st.

ARTICLE IX
COMMITTEES

Section 1: Standing Committees:

The Standing Committees shall include: Bylaws, Campaign Activities, Hospitality, Newsletter, Program, Research & Legislature, Communications, Membership, and PAC Treasurer.

Section 2: Duties of Standing Committees:

The Standing Committees shall outline programs for acting in their respective fields for consideration and adoption by the Executive Board and shall carry out such other duties as may be prescribed by the Executive Board.

Section 3: Special Committees Inclusion:

The Special Committees shall include Internal Review, Nominations, and Finance. Other special committees may be appointed by the President and/or Executive Board as deemed advisable.

Section 4: Duties of Special Committees:

The special committees shall outline programs in their respective fields for consideration and adoption by the Executive Board. These committees shall be formed only for the duration of their service.

Section 5: Finance Committee:

The President, Vice President, Secretary, PAC Treasurer, and Chairman of the Finance Committee shall serve as members of this committee. The Finance Committee shall draw up a projected budget for each fiscal year and submit it to the membership for approval.

Section 6: Internal Review Committee:

The Internal Review Committee shall conduct an internal review of the books by December 31 of the fiscal year and shall submit its report to the Executive Board prior to the regular meeting in January. The Treasurer shall be present at the review.

Section 7: PAC Treasurer:

The PAC Treasurer shall work closely with the Treasurer to ensure that adequate records are kept as required by the Texas Ethics Commission and Texas election laws and shall file all reports required by them in a timely fashion. The PAC Treasurer shall register with the Texas Ethics Commission (TEC).

Section 8: All Committees:

All Committees shall report to the Club at regular meetings or as ordered by the President.

ARTICLE X **REPRESENTATION**

Section 1: Biennial State Convention Representation:

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 May meeting.

Section 2: Biennial National Convention Representation:

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

ARTICLE XI
QUORUM

Section 1: Quorum for Regular Meeting:

A quorum for a meeting of this organization shall be ten percent (10%) of the members.

Section 2: Quorum for Executive Board:

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

ARTICLE XII
PARLIAMENTARY AUTHORITY

Roberts Rules of Order, Newly Revised, or the latest edition thereof, shall govern all proceedings except where inconsistent with the Bylaws of this organization and those of the Texas Federation of Republican Women and 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 thirty (30) days prior to the meeting.

ARTICLE XIV
DISSOLUTION OF CLUB

This club may be dissolved by a two-thirds vote at any meeting of the local club, provided that notice of the dissolution has been submitted in writing at the previous meeting and has been sent by mail to all members of the local club. In the event of dissolution, the Executive Board 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.