

**WASHINGTON COUNTY REPUBLICAN WOMEN
BYLAWS
Revised 1-7-2016**

ARTICLE I NAME

The name of this organization shall be Washington County Republican Women ("WCRW").

ARTICLE II PURPOSE / OBJECTIVES

To promote an informed electorate through political education and to encourage active involvement in local, state and national issues. To increase the effectiveness of women in the cause of good government through education, active participation, and campaign support of women who aspire to political office and whose platform is in line with the Republican Party. To be an influential organization on a local, state, and national level by:

- 1) Facilitating cooperation among all Republican Women.
- 2) Fostering loyalty to the Republican Party and promoting its ideals.
- 3) Working for the election of Republican Party nominees.

ARTICLE III POLICIES

Members of the Executive Committee must abstain from endorsement of any individual in primary campaigns. Members other than the Executive Committee may work for the candidate of their choice as long as it is not done in the name of WCRW.

Any and all members, officers or Executive Committee Members may be removed for cause from the membership of WCRW or from any position of any kind within the organization, by a 2/3 majority vote of the Executive Committee. Removal for cause shall be at the sole discretion of the Executive Committee. Cause for such removal shall include, without limitation, the mismanagement of funds, the endorsing of a candidate before the primary election, the failure or refusal to support the policies and objectives of the WCRW, as stated in its Bylaws, or any act or omission intended to cause or having the effect of causing damage to WCRW or its reputation or financial stability.

Without limiting the generality of the foregoing, the threat or initiation of litigation or any other adversary proceeding against WCRW or in which WCRW is a named defendant or respondent, as decided by the Executive Committee, shall constitute cause for removal. WCRW shall be entitled to recover from such member, officer or appointee its attorney's fees and other costs and expenses relating to any such litigation, threat of litigation or proceeding if WCRW shall substantially prevail therein.

ARTICLE IV MEMBERSHIP

Section 1: All women who pledge themselves to support Republican candidates and the Republican Party platform are eligible for membership.

Section 2: The WCRW Membership shall consist of Members in Good Standing, Associate Members, and Diamond, Gold and Silver Members.

A. Members in Good Standing are members who are current in payment of their dues.

B. Associate members:

1. Republican women who have primary membership in a federated local club are eligible for associate membership in local clubs upon payment of the required annual dues. Associate members cannot hold office, vote, or be counted for the purpose of determining the number of delegates to national or state federation meetings of conventions.

2. Republican men are eligible for associate membership upon payment of the required annual dues to the local club. 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. Republican men who are associate members in local clubs do not become members of the state federation or the NFRW.

C. Diamond, Gold or Silver Members: Members who have donated additional amounts with their membership dues, as specified by the Executive Committee, may be considered as either Diamond, Gold or Silver Members.

Section 3: The organization shall be a member of the Utah Federation of Republican Women and a member of the National Federation of Republican Women.

NFRW Bylaws do not permit continued membership of an organization/club that is on record as having advocated a split party ticket or having supported a candidate running on an opposition ticket.

ARTICLE V MEMBERSHIP DUES

Membership dues shall be determined by the Executive Committee. Dues shall include the cost of membership in the State and National Federation of Republican Women. Dues are payable when a member joins WCRW and all dues are renewable beginning September 1.

The fiscal year of the organization shall be from January 1st to December 31st.

ARTICLE VI EXECUTIVE COMMITTEE

Section 1: Officers

A. The officers of the Executive Committee shall be: President, First Vice-President/Programs, Second Vice-President/Membership, Third Vice-President/Member Outreach, Secretary, Treasurer, and Member-at-Large.

1. Each officer shall be a Member in Good Standing.

2. A vacancy in an elected office, other than the President, shall be filled by the Executive Committee at its next meeting following the vacancy.

Section 2: Duties

- A. The President shall preside at all meetings and shall have general supervision of the work of the organization. She shall represent the organization at all times or designate someone as representative in her absence or inability to do so. She shall appoint the chairperson of the Nominating Committee. She shall appoint the Parliamentarian, the Auditor, and chairpersons of all committees with the approval of the Executive Committee. She may appoint committees not otherwise provided for by the Bylaws. She shall be an ex-officio member of all committees, except the nominating committee. She shall assign duties to all officers as needed. She shall assign allotted delegates to both the Utah Federation of Republican Women and National Federation of Republican Women Conventions.
- B. The First Vice-President, in the absence of the President, shall perform the duties of the President. She shall perform other duties as may be assigned to her by the President. She shall serve as Program Chairperson.
- C. The Second Vice-President, in the absence of the President and First Vice-President, shall perform the duties of the President. She shall perform other duties as may be assigned to her by the President. She shall be the Membership Chairperson and keep an accurate roster of all members.
- D. The Third Vice-President, in the absence of the President, First Vice-President and Second Vice-President, shall perform the duties of the President. She shall perform other duties as may be assigned to her by the President. She shall assist with Member Outreach.
- E. The Secretary shall keep and read the minutes of all the meetings, or make available to the membership the minutes in written form. She shall be custodian of all records of WCRW, issue notices at the direction of the President, handle correspondence, and any other duties assigned by the President.
- F. The Treasurer shall receive and be custodian of all funds of the organization, shall pay all bills, and make payments due to UFRW. Two signatures shall be required on all checks: the President and the Treasurer, with the First Vice-President signing if the Treasurer or President is unavailable. She shall keep records of all monies received and disbursed by her and prepare a written financial report for each monthly meeting. This written financial report will be provided to the President and Secretary. She shall keep a record of attendance and compile statistics for the Board to assist in their preparation of an annual budget.
- G. The Member-at-Large shall serve as a liaison between the Membership and the Executive Committee. She shall be ready to fill any vacancy temporary or permanent, which may occur on the Executive Committee.
- H. The Executive Committee shall have authority to transact any necessary business meetings, to make recommendations as to policies, to advise the President, and approve payments of invoices presented

by the Treasurer. The Executive Committee shall present an annual budget and a financial report to the membership in the 1st quarter.

- I. A term of office shall be one (1) year.

ARTICLE VII BOARD OF DIRECTORS AND APPOINTEES

Section 1: The Board of Directors shall consist of the Executive Committee and Committee Chairs.

- A. Each Committee Chair shall be a Member in Good Standing.
- B. Committee Chairs shall serve on the Board of Directors in a non-voting capacity.

Section 2: Standing Committees

- A. The WCRW Standing Committees shall be Bylaws, Legislation/Campaign and Public Relations.
- B. The Standing Committees shall prepare programs of action in their respective fields for consideration by the WCRW President and Executive Committee for recommendation to the Board of Directors.

Section 3: Special Committees

- A. Special Committees shall be appointed by the President as deemed necessary to accomplish the work of the WCRW.
- B. Special Committees may include, but not limited to, Achievement Awards, Calling Committee, Caring for America, Community Outreach, Chaplin, Fundraising, Historian, Hospitality, Literacy/MELP, Newsletter and Volunteer Hours.

Section 4: Appointees shall be Parliamentarian, Nominating Committee Chair and Auditor. They shall be appointed by the President with the approval of the Executive Committee.

- A. The Parliamentarian shall decide questions and procedures upon request, conduct all elections, and act as a member of the Bylaws Committee.
 1. The Parliamentarian shall be a Member in Good Standing.
- B. Nominating Committee: Following the election of a five (5) member Nominating Committee by the general membership in the month of May, the President shall appoint one member who shall be a chairperson of the Nominating Committee.
 1. Nominating Committee members shall be Members in Good Standing.
- C. The Auditor shall conduct a year-end audit and present it to the membership in the first quarter.

Section 5: Officers Records: All officers and committee chairpersons shall be required to turn over to their successor officers and committee chairpersons all records, files or documents pertinent to their organization responsibilities within two (2) weeks of the termination of their office, unless otherwise directed by the President or the Executive Committee.

ARTICLE VIII NOMINATIONS AND ELECTIONS

Section 1: Election and installation of officers shall be held at the regular December membership meeting. Those elected and installed shall assume their duties at the close of the December membership meeting.

Section 2: Officers shall be elected in the following manner: The Nominating Committee of five (5) members shall be elected by a majority vote of the general membership at the May meeting. The President shall appoint one member who shall be chairperson of the Nominating Committee.

- A. The Nominating Committee shall select one nominee for each elected office and announce its slate of candidates at the regular November meeting of the membership.
- B. Additional nominations may be made from the floor at the November meeting of the membership.
- C. Member-at-Large shall be nominated from the floor at the November meeting of the membership.
- D. Election voting shall take place at the regular December meeting of the membership. Where there is one candidate for office, election may be made by voice vote, otherwise elections shall be made by written ballots. Where written ballots are required, the Parliamentarian will provide ballots and tally the results. A majority vote, of members present, shall prevail.
- E. To be eligible to vote for officers, a member must be in good standing. No proxy voting shall be permitted.

ARTICLE IX MEETINGS

Section 1: General member meetings shall be held monthly unless otherwise designated by the Executive Committee. There will be at least 10 general meetings per year.

Section 2: Executive Committee or Board of Directors meetings shall be held at such time and place as may be designated by the President.

Section 3: A quorum for a meeting of the organization shall be ten (10) percent of the membership.

Section 4: A quorum for a meeting of the Executive Committee or Board of Directors shall be a majority of the Executive Committee.

Section 5: All binding business requires a quorum present.

ARTICLE X PARLIAMENTARY AUTHORITY

Rules contained in the current edition of Roberts Rules of Order, newly revised, shall govern all proceedings except where inconsistent with the provisions of Bylaws of this organization.

ARTICLE XI AMENDMENTS

- A. The Bylaws shall be reviewed as needed by the Bylaws Committee. Proposed changes are then sent to the State Federation Bylaws Chairman for review and recommendation. Once the Bylaws are reviewed by the State Federation Bylaws Chairman, WCRW shall vote on the changes, as set forth below.
- B. These Bylaws may be amended by two-thirds (2/3) vote of the WCRW members present at any properly noticed regular or special meeting, provided that a quorum is present and that notice of the proposed amendment has either:
 - 1. Been sent to each member at least 30 days prior to the meeting, or
 - 2. Been submitted in writing at a previous regular meeting, or
 - 3. Contains ten words or less. Such motions may be made verbally without prior notification and may be voted on upon presentation.
- C. All WCRW members shall have access to a copy of these Bylaws.

ARTICLE XII DISSOLUTION

The WCRW may be dissolved by a two-thirds (2/3) vote at any meeting of organization, 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 WCRW. In the event of dissolution, the Executive Committee shall, after payment of all liabilities of WCRW, distribute any remaining assets to the State Federation. No funds shall be used to the benefit of any individual member.