

New Mexico Federation of Republican Women



BYLAWS

These Bylaws were amended by action of the delegates to the 41st Biennial Convention of the New Mexico Federation of Republican Women held in October 2021, at Socorro, New Mexico.

NEW MEXICO FEDERATION OF REPUBLICAN WOMEN

BYLAWS

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NEW MEXICO FEDERATION OF REPUBLICAN WOMEN

BYLAWS

ARTICLE I

NAME

The name of this organization shall be the New Mexico Federation of Republican Women (herein called the Federation).

ARTICLE II

OBJECTIVES—POLICY

Section 1. Objectives

The objectives of the Federation shall be to:

- a. promote an informed public through political education and activity,
- b. increase the effectiveness of women in the cause of good government,
- c. facilitate cooperation among Republican women's clubs,
- d. foster loyalty to the Republican Party and to promote its principles and candidates in all elections, including non-partisan elections,
- e. support objectives and policies of the Republican National and State Committees, and
- f. promote work for the election of Republican nominees.

Section 2. Policy

- a. It shall be the policy of the Federation to refrain from supporting any candidates in a primary

election contest. This applies only to the Federation and its clubs, and not to individual members.

- b. No club belonging to this organization shall officially endorse a split ticket or support or endorse a candidate running on an opposition ticket.
- c. No club officer shall, in any way, publicly endorse or support a candidate running on an opposition ticket.

ARTICLE III

MEMBERSHIP

Section 1. Eligibility

a. State Federation

The Federation shall be affiliated only with the National Federation of Republican Women (NFRW) and shall abide by the bylaws of the NFRW.

b. Clubs

Any club may be admitted to membership in the Federation and NFRW only when qualified and approved by the Federation's Board of Directors.

c. Individuals

1. Active membership in the Federation and the NFRW shall be by membership in an affiliated club and shall be open to any woman registered in the Republican Party who upholds the objectives and policy of the Federation and who pays the required dues. Active membership shall not be held in more than one club at the same time.

2. Associate membership. Republican men may be eligible for associate membership only upon payment of required annual dues. Republican

women who are regular members of a club and who wish to support other clubs may be eligible for associate membership upon payment of required dues. Associate members may attend meetings but cannot make motions, have a voice or a vote, be an officer or be on committees, serve as a delegate or alternate nor be counted active member for the purpose of determining the number of delegates to the Federation or NFRW conventions.

3. Honorary membership in the Federation may be offered to the Republican First Lady for the term of office of the Republican governor. She would be an honorary member of the Board of Directors of the Federation. An honorary member shall have none of the obligations of membership in the Federation but shall be entitled to all privileges except those of making motions, voting and holding office.

Section 2. Club Qualifications

For qualification as a member of the Federation, a club shall have:

- a. an active membership of at least ten (10) women,
- b. formed a permanent organization which holds meetings no less than five times during a twelve-month period (this shall apply only to clubs where unusual circumstances prohibit more frequent meetings),
- c. adopted bylaws which are not in conflict with those of the Federation and NFRW and which have been approved by the Federation Board of Directors,
- d. submitted a copy of its bylaws and any subsequent approved amendments and/or revisions to the Federation President, to its Regional Director, and to the Federation's Bylaws Chairman,

- e. elected officers during the last quarter of each even numbered year who shall assume the duties of their respective offices by January first of the following year,
- f. submitted names, addresses, phone numbers, and email addresses of its officers along with the number of active members in the club to the Federation President and to its Regional Director,
- g. paid the required per capita dues for each active member and NFRW service charge, and
- h. the word "Republican" in its name.

Section 3. Application for Club Membership

- a. Application shall be in written form and shall be submitted with club qualifications to the Federation President
- b. Approval of an application shall be by the Federation Board of Directors. Approval shall be by a majority vote of those present in meeting and voting, or shall be by a majority vote of mailed ballots received by a specified date.

Section 4. Removal From and Reinstatement to Club Membership

The Federation Board of Directors shall have jurisdiction over removal from and reinstatement to membership. A two-thirds (2/3) vote of those present in meeting and voting is required for action on the following:

a. Removal

A club may be removed from membership for any of the following reasons:

1. failure to maintain qualifications for membership,
2. for advocating a split party ticket or for

- supporting an opposition party candidate,
 - 3. failure to support the Republican party ticket,
 - 4. failure to abide by the bylaws of the Federation and the NFRW, and
 - 5. for the affiliation with any political organization which is not officially recognized as a part of the Federation, NFRW, or Republican National or State Committee.
- b. Reinstatement
- A club desiring reinstatement shall make a written application to the Federation Board of Directors. If requested by the club, a hearing shall be granted by the Board of Directors wherein the club may provide proof of compliance with the Federation and NFRW bylaws.

Section 5. Dissolution of Federation and/or Club

- a. Should the Federation be dissolved, all funds in its treasury shall be given to the NFRW.
- b. Should a club be dissolved, all funds remaining in its treasury shall be given to the Federation.

ARTICLE IV

DUES - FISCAL YEAR

Section 1. Club Dues

- a. Annual Federation dues for each club shall be the NFRW dues plus the Federation dues as decided by the Federation Board of Directors (see Standing Rules) per capita per fiscal year based on active membership.
- b. Club per capita dues shall be paid upon application for affiliation with the Federation and, thereafter, shall be paid in compliance with national reporting

dates.

- c. Dues shall be sent to the Federation Treasurer. A list of members shall be sent to the Treasurer, Membership Chairman and Membership Data Entry Person.

Section 2. Service Charge

- a. Each club shall pay the designated service charge to the state Federation by January 1 each year. A new club shall pay their service charge to the Federation upon application for membership.
- b. Each club in good standing will receive all mailings and other services of the NFRW upon payment of the designated per club per year service charge.
- c. The Federation Treasurer shall be responsible for paying the remitted club service charge to the NFRW.

Section 3 Fiscal Year

- a. The fiscal year of the Federation shall be from January 1 through December 31.
- b. The fiscal year of all clubs shall be January 1 through December 31 in all financial transactions with the Federation.

ARTICLE V

CONVENTIONS AND MEETINGS

Section 1. Federation Meetings

Special meetings may be called by the President or Board of Directors. Program, order of business, and rules governing the meetings shall be as approved by the Board of Directors.

Section 2. Federation Biennial Convention

a. Time and Place

A biennial convention shall be held in odd numbered years, in October, if possible, but shall be no later than November 15. The Convention Site Committee shall, at the first meeting of the convention year, furnish to the Board of Directors recommendations for time, date, hostess club(s) and the town in which the convention may be held. It shall be the responsibility of the Board of Directors to approve a time, date and place.

b. Purpose

Purpose of the convention shall be to elect officers for a two-year term and to conduct any other business which may be considered proper and necessary

c. Representation

Each club having membership in the Federation and having paid their dues into the Federation's treasury at least thirty (30) days before the Biennial Convention shall be entitled to representation at the Biennial Convention in accord with the following:

1. the President of each club shall be ex-officio a voting delegate, and she shall have an alternate,
2. in addition, each club shall be entitled to one delegate for the first ten (10) paid active members and shall have one delegate for each additional ten (10) active members or fraction thereof consisting of five (5) or more active members. Each delegate shall have an alternate delegate,
3. the delegates and alternates shall be selected in such manner as their respective clubs shall prescribe, except that they shall be active

members of the club they represent and shall be registered Republican in New Mexico.

4. delegates to convention shall be uninstructed,
5. all Federation Board of Directors members shall be ex-officio voting delegate at conventions and shall have no alternate,
6. all past Federation presidents shall be voting delegates at conventions and shall have no alternate, and
7. delegate and alternate registration fee to convention shall be left to the discretion of the Convention Committee. Registration fees should be kept as low as possible but sufficient to defray expenses.

d. Alternate's Qualification as Acting Delegate

An alternate may act in the stead of a delegate in her club if she is properly registered and qualified with the Credentials Committee. The alternate's name shall have been submitted by her club to the Credentials Committee at least thirty (30) days prior to the Convention.

e. Credentials

1. The President shall appoint a Credentials Committee at least sixty (60) days prior to the Convention and shall include the committee names and addresses in the official Call to Convention. The Credentials Committee shall consist of a chairman and two members, one of whom shall be the Federation Treasurer, and shall be approved by the Board of Directors.
2. The names of delegates and alternates from each club shall be submitted in writing by mail to the chairman of the Credentials Committee and to the Federation Treasurer at least thirty (30) days prior to the Convention.

f. Program and Order of Business

The Board of Directors shall have supervision and management of all conventions and shall determine the official program and order of business, except that it shall include the following:

1. There shall be a reading of the list of nominees for office prior to the first recess.
2. The delegates and any acting delegates shall approve, by majority vote, the appointment by the President of a Convention Site Committee consisting of three members. The committee will receive invitations from potential hostess clubs for the next Biennial Convention.
3. Upon the discretion of the chairman, guests of the Convention will be asked to remove themselves to a designated area when items for amending the bylaws are being presented and voted upon. Bylaw changes require a two-thirds vote to pass and there must be a physical count on the proposals.
4. The President of each club shall submit a report in writing to the Recording Secretary of the Convention covering the club activities during the past two years.

g. Quorum

A quorum of a convention shall be the number of delegates in attendance.

ARTICLE VI

NOMINATIONS AND ELECTIONS

Section 1. Nominations

- a. The Board of Directors shall elect a Nominating Committee, consisting of a chairman and two

members, at least ninety (90) days prior to the Biennial Convention. The names and addresses of the chairman and members of the nominating Committee shall be included in the official Call to Convention.

- b. The Nominating Committee shall consider all suggestions for nominations made in writing.
- c. The Nominating Committee shall submit to the Biennial Convention one name for each elective office. The list of names shall be read to the Convention after the opening exercises and prior to the first recess.
- d. Nominations may be made from the floor.
- e. No one shall be nominated who has not given to the Nominating Committee her written consent to serve if elected.

Section 2. Elections

- a. A President, a First Vice President, a Second Vice President, a Third Vice President, a Recording Secretary, a Treasurer, and two Members-at-Large to the state's Republican Central Committee shall be elected by ballot at each Biennial Convention. In case of uncontested nomination(s) election shall be by viva-voce vote
- b. All nominees must have been active members in good standing in their own club. The President-elect should be a past club president or have served on the Board of Directors of the Federation
- c. Only a woman registered as a Republican voter in the state of New Mexico shall be eligible for elective office.
- d. The President shall have the power to appoint a Tellers Committee composed of a chairman and two members to count the ballots cast at the

Convention. The chairman of the Tellers Committee shall, in writing, report to the President in the briefest possible time at the close of each balloting the results of the votes cast for each office. The President shall announce to the Convention the result after each balloting.

- e. The chairman of the Credentials Committee shall furnish to the President and to the Tellers Committee, at the opening of the election of officers, a list of the delegates and acting delegates who are qualified to vote and the count of the eligible voters. Upon receipt of the list from the Credentials Committee, the President shall have the Secretary read the list as a roll, each person to rise when her name is called.
- f. A majority (50% +1) of the votes cast for eligible candidates shall constitute an election.

ARTICLE VII

OFFICERS AND THEIR DUTIES

Section 1. Eligibility

Each elected or appointed officer and members of standing or other committees shall be active members in good standing in a club.

Section 2. Officers

- a. The elected officers of the Federation shall be a President, three Vice Presidents, Recording Secretary, Treasurer and two Members-at-Large to the state's Republican Central Committee, all of whom shall be elected by the delegates attending the Biennial Convention.
- b. The appointed officers shall be a Corresponding

Secretary, a Parliamentarian, and a Membership Data Entry Person.

Section 3. Term

- a. The elective officers shall be elected at the Biennial Convention. They shall serve for terms of two years, or until their successors are elected. All officers may succeed themselves successively for only a second term. The officers elected at the Biennial Convention shall begin their term at the adjournment of the Biennial Convention. The newly elected president will preside over the special meeting which is required to be held within 24 hours after the adjournment of the Biennial Convention. (See Article VIII, Section 3a2 Meeting)
- b. The Treasurer's term of office shall extend for a reasonable length of time to allow her, expeditiously, to close her accounting for the fiscal/ calendar year ending December 31 following the convention and to obtain a biennial audit.
- c. The appointive officers shall be appointed by the President, subject to the approval of the Board of Directors, for a term which coincides with that of the President.

Section 4 Duties of the President

Duties of the President shall be as implied and instructed by these bylaws and shall be to:

- a. preside at all meetings and conventions of the Federation and at meetings of its Board of Directors and Executive Committee,
- b. appoint the appointive officers, chairmen of the standing committees and all other committees, each to be registered Republican in New Mexico, and shall be subject to the approval of the Board of Directors, except the Convention Site Committee

members shall be approved by the delegates at the Biennial Convention and the Nominating Committee members shall be elected by the Board of Directors,

- c. be ex-officio a member of all committees except the Nominating Committee,
- d. prepare a program of action to present to the Board of Directors,
- e. co-sign checks with the Treasurer for payment of bills when due,
- f. represent the Federation at all times,
- g. be the primary member from the Federation to the state's Republican Central Committee, and shall be the liaison officer and coordinator between the Federation and the Central Committee,
- h. formulate an annual budget and present it to the Board of Directors,
- i. issue the Call for the Biennial Convention to all members of the Board of Directors at least sixty (60) days prior to the first day of the convention,
- j. issue the Call for any special meeting approved by the Board of Directors,
- k. notify club presidents of necessary changes in club bylaws, and
- l. appoint delegates-at large to the NFRW Biennial Convention.

Section 5. Duties of the First Vice President

Duties of the First Vice President shall be to:

- a. perform the duties of the president in her absence or inability to serve,
- b. be responsible for informative Republican speakers or entertainment at NMFRW meetings, and
- c. perform other such duties as may be assigned to her by the President or the Board of Directors.

Section 6. Duties of the Second Vice President

Duties of the Second Vice President shall be to

- a. direct data entry to comply with NFRW requirements,
- b. serve as membership committee chairman with regional directors serving as committee members, and
- c. shall perform such duties as may be assigned to her by the President or the Board of Directors.

Section 7. Duties of the Third Vice President

Duties of the Third Vice President shall be to

- a. serve as chairman of the fundraising committee and
- b. perform such duties as may be assigned to her by the President or the Board of Directors.

Section 8. Duties of the Recording Secretary

Duties of the Recording Secretary shall be to:

- a. keep accurate minutes of all meetings of the Federation, the Board of Directors and the Executive Committee. A copy of minutes shall be sent to all members of the Board of Directors within 30 days,
- b. maintain up-to-date files of all officers and committees of the Federation, and of all clubs and their officers,
- c. be custodian of all records and other material pertaining to her office,
- d. notify the Republican Party of New Mexico of new representation on the RPNM Central Committee. This should be done at the beginning of each president's term of office. The representation is the Federation's president and the two members-at-large, and,

- e. perform such other duties as directed by the President or the Board of Directors.

Section 9. *Duties of the Treasurer*

Duties of the Treasurer shall be to

- a. be the custodian of all funds and financial records of the Federation,
- b. give sufficient bond to cover the maximum amount of money likely to be in her possession, the cost of the bond to be paid by the Federation,
- c. collect all funds, give a receipt and deposit funds in a federally insured banking institution convenient to the Treasurer and as approved by the Board of Directors,
- d. send quarterly reminders for dues payable to all club treasurers,
- e. send yearly reminders for the NFRW service charge to all club treasurers and to pay those service charges to the NFRW when received from the clubs,
- f. disburse funds, when bills are due, with the proper co-signature on the check(s),
- g. provide for a biennial audit,
- h. be ex-officio a member of the Finance Committee and of the Credentials Committee,
- i. make written reports of the receipts and disbursements for all meetings and make additional reports as directed by the President, and
- j. furnish to the chairman of the Credentials Committee and to the Board of Directors (President), at least seven (7) days prior to the convention, an accurate list of member clubs with their number of paid active members.
- k. Be responsible for registrations for Board Meetings which includes but not restricted to:

1. Collecting registration fees,
2. Notifying NMFRW president of function registrations,
3. Check in registrants and provide them with proper credentials,
4. Provide payment for facilities, speakers and any other authorized Board Meeting expenses.

Section 10. Duties of Members-at-Large to Republican Central Committee

Duties of the Members-at-Large shall be to:

- a. attend the state's Republican Central Committee meetings. If unable to attend she should give her proxy to another active member of the Federation who will attend and act in her stead,
- b. be prepared to report on Central Committee meetings to the Board of Directors, and
- c. perform such other duties as directed by the President or the Board of Directors.

Section 11. Duties of the Corresponding Secretary

Duties of the Corresponding Secretary shall be to:

- a. take care of all the correspondence for the Federation as submitted to her by the President, and
- b. perform such other duties as may be assigned to her by the President.

Section 12. Duties of the Parliamentarian

Duties of the Parliamentarian shall be to:

- a. attend all meetings of the Federation and Board of Directors, and
- b. when requested, advise the President, Board of Directors, Executive Committee, committees, clubs and members on parliamentary questions concern-

ing the Federation and clubs.

Section 13. *Duties of Membership Data Entry Person*

Duties of the Membership Data Entry Person shall be to:

- a. Maintain membership data base in accordance with National FRW requirements.
- b. Coordinate information with NMFRW treasurer and/or membership chairman.

Section 14. *Officer's Records*

All officers, except the Treasurer, shall deliver all records, files and properties of the Federation to her successor within two weeks after retiring from office. The Treasurer shall deliver to her successor all funds, securities and records in her keeping when directed by the President to do so and after a biennial audit.

ARTICLE VIII

BOARD OF DIRECTORS

Section 1. *Membership*

The Board of Directors shall consist of the elected officers, corresponding secretary, regional directors, chairmen of the standing committees, the club presidents and the immediate past president of the Federation.

Section 2. *Duties*

Duties of the Board of Directors shall be to:

- a. be the governing body of the Federation between conventions,
- b. approve a program of action presented by the President,

- c. approve the official program and order of business for the Biennial Convention, and to approve any additional rules deemed necessary for conventions,
- d. adopt an annual budget,
- e. hear reports of Republican Central Committee meetings as given by Members-at-Large to the Central Committee,
- f. fill vacancies in elective positions between Biennial Conventions,
- g. elect the Nominating Committee which shall consist of a chairman and two members, and each shall be registered Republicans in New Mexico,
- h. have complete jurisdiction over club membership applications and removal and reinstatement of club memberships,
- i. approve the time, date and place of the Biennial Convention,
- j. obtain the names of all clubs and number of active members of each club, whose dues are paid and received by the Treasurer, at least seven (7) days prior to the Conventions,
- k. approve the appointments by the President of appointive officers, chairmen of standing committees, appointments to the Credentials Committee and to any other committees deemed necessary, and
- I. approve the federally insured banking institution where funds are to be deposited.

Section 3. Meetings

- a. Meetings shall be held as follows:
 - 1. at least three regular meetings in non-convention years and two in convention year,
 - 2. a special meeting within 24 hours after the adjournment of Convention, and

3. a special meeting within 24 hours preceding the opening of Convention and at the Convention city.
- b. Special meetings may be called by the President or shall be called at the written request of a majority of the Board of Directors.
- c. Thirty-day notice of regular Board meetings shall be given to all members.
- d. Unless otherwise specified, a majority vote of Board members present at its meetings shall constitute the will of the Board.
- e. Club members may attend the Federation Board of Directors meetings and shall have voice but no vote.
- f. Club presidents may send a proxy with a member in good standing from her club.
- g. Electronic Meetings: In the event of a declared federal or state disaster emergency, all New Mexico Federation of Republican Women's meetings and conventions may be conducted via electronic means in which all participants can simultaneously hear each other and have the opportunity for recognition analogous to a regular in-person meeting. Voting processes may be conducted via electronic means or by mail, as determined by the meeting or convention. Other allowances for electronic meetings may be included elsewhere in the rules. Any conflicting language in the rules shall defer to this rule.
 1. "Disaster Emergency" a period when damage or injury to persons or property in New Mexico, caused by natural disaster, epidemic or pandemic, or enemy attack, is of such a magnitude that a disaster emergency is declared by the chief executive officer of the United States and/or the

chief executive officer of this state.

Section 4. Quorum

Eight (8) members of the Board of Directors shall constitute a quorum at all meetings, except that at the first meeting after the election of new officers the quorum shall be six (6) members.

ARTICLE IX

EXECUTIVE COMMITTEE

Section 1 Membership

The Executive Committee shall consist of the elected officers, the immediate past president, and the Regional Directors.

Section 2. Duties

- a. Meets at the call of the President.
- b. Recommends:
 1. President's program of action
 2. order of business for meetings and conventions, and
 3. names to fill vacancies in elective positions.
- c. Gives temporary approval of names for appointive positions.
- d. Gives temporary approval of the budget.
- e. May take any action deemed necessary by the President.
- f. Shall not modify any action taken by the Board of Directors
- g. Shall present a report of interim meetings at the following Board of Directors meeting.
- h. Removes from office or duties by a two-thirds (2/3)

vote of the Executive Committee any officer, member-at-large, standing committee chairman or other committee chairman who does not support the Federation, its policies and objectives If she is a club president at the time, such action shall not preclude her representation of that club on the Board of Directors.

ARTICLE X

REGIONAL DIRECTORS

Section 1. Election

- a. Each region, as defined by the Board of Directors, shall have a Regional Director who shall be a member in good standing of a club within that region.
- b. Prior to the Biennial Convention all delegates from each region shall caucus to elect their Regional Director.

Section 2. Duties

- a. Represent their region on the Board of Directors
- b. Act as liaison between the Board of Directors and the clubs within their region.
- c. Act as liaison between the clubs within their region.
- d. In conjunction with the Second Vice President, work to develop membership both in terms of adding members and developing new clubs in their region.
- e. Hold a yearly meeting with the presidents of the clubs in their region.
- f. Visit each club in their region at least once during

their term.

- g. Call of a caucus of each region's delegates prior to the convention to elect a regional director
- i. Perform such other duties as may be assigned to them by the President or Board of Directors.

ARTICLE XI

STANDING COMMITTEES

Section 1. Membership

The President shall appoint chairmen of standing committees, subject to the approval of the Executive Committee, for a term which coincides with her term of office.

Section 2. Duties

- a. The standing committees, in their respective fields, shall outline program of action for consideration and adoption by the Board of Directors.
- b. Committees shall coordinate their programs with those of the clubs.

ARTICLE XII

PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised or the latest edition thereof shall govern the New Mexico Federation of Republican Women in all instances where they are applicable in which they are not inconsistent with the bylaws.

ARTICLE XIII

AMENDMENTS

- Section 1.* This Constitution/Bylaws may be amended at a Biennial Convention by a two-thirds (2/3) vote, provided that the proposed amendment or amendments shall have been sent to each member of the Board of Directors and to each club president with the Call to the convention and further provided that the proposed amendments shall have been approved by a two-thirds (2/3) vote of the Board of Directors before being submitted to the convention for consideration.
- Section 2* In an emergency as determined by the New Mexico Federation of Republican Women's Board of Directors, revision may be accomplished by a two-thirds vote of the Federation's Board of Directors at a regularly scheduled meeting or a specially called meeting of the Board of Directors. These revisions would be to correct inconsistencies in the Federation bylaws with the NFRW bylaws.

STANDING RULES

1. There shall be three approved signatures on record at the bank, any two shall be required to sign all checks.
2. Clubs and the Federation shall have representation at the NFRW conventions as provided for in the NFRW bylaws.
3. The Board of Directors shall set the annual Federation dues for the following fiscal year at the last regularly scheduled board meeting of the year.
4. The standing committees shall include program, membership, finance, and publicity. The President shall appoint additional standing committees as necessary to conform with the national board structure.
5. Rules of conduct for the Biennial Convention shall be outlined in a special section titled "Rules of the Convention".
6. The Federation President will apprise club presidents of "critical" dates regarding the biennial convention.
7. A reserve of \$2000.00 shall be kept in the NMFRW treasury at all times. This \$2000 will only be available for use upon a vote of the general membership at a specially called meeting.
8. The NMFRW president shall be given an allowance not to exceed \$3000 per fiscal year. The allowance is to cover expenses incurred in her position including but not restricted to travel, telephone, postage and copying.
9. Reimbursable expenses incurred by a member while engaged in NMFRW activities should be submitted to the NMFRW treasurer quarterly if possible but not later than December 15 of year in which expenses were incurred in order that treasurer may close her books at year end. These expenses include but are not restricted to mileage, telephone, copying and postage.
10. A financial report of the NMFRW State Convention shall be submitted no later than December 15 of the convention year. Any funds remaining after expenses of convention have been covered will be returned to the NMFRW treasury.