



# Club Bylaws

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## BYLAWS OF THE SANTA FE FEDERATED REPUBLICAN WOMEN

### ARTICLE I – NAME

The name of this Club shall be the SANTA FE FEDERATED REPUBLICAN WOMEN, hereinafter referred to as “The Club.” This Club is affiliated with the New Mexico Federation of Republican Women (NMFRW) and with the National Federation of Republican Women (NFRW).

### ARTICLE II – OBJECTIVES

The Objectives of this Club shall be to:

- A. Increase the effectiveness of women in the cause of good government;
- B. Inform the membership and the public through political education and activity;
- C. Foster loyalty to the Republican Party at all levels of government;
- D. Promote the principles of the Republican Party;
- E. Work for Republican candidates;
- F. Support the objectives and policies of the Republican National Committee.

### ARTICLE III – MEMBERSHIP

#### **Section 1. PRIMARY MEMBERSHIP**

- A. A Republican woman who believes in the philosophy of the Republican Party and supports the objectives and policies of this organization shall be eligible for membership.
- B. A member in good standing shall be a member who has paid the required dues for the current calendar year. The dues amount for Primary members shall be stated in the Club's standing rules and amended as required.
- C. Primary members in good standing automatically become members of their State Federation and of the National Federation of Republican Women.

#### **Section 2. ASSOCIATE MEMBERSHIP**

- A. A Republican woman who is a Primary member of another Federated Women's Club and who supports the objectives and policies of this Club shall be eligible to become an

Associate member upon payment of required annual dues. The dues amount for Associate members shall be stated in the Club's standing rules and amended as required.

- B. Republican men who support the objectives and policies of the Club may be eligible to be Associate members.
- C. Friends of the Club are conservative women and men who maintain their voter registration as Declined to State, Libertarian, etc.
- D. Associate members, men and women, shall not:
  - 1. have a voice and cannot make motions;
  - 2. hold office;
  - 3. chair committees;
  - 4. be counted in totaling the club's members;
  - 5. be counted in determining the number of delegates to be allotted to the Club for attendance at the State Federation Convention or the NFRW Biennial Convention or NMFRW meetings or events.
  - 6. Associate dues remain with the Club. Associate members are not reported to the NMFRW or NFRW.

**Section 3. ELIGIBILITY DOES NOT ASSUME MEMBERSHIP CONFERRED**

- A. Eligibility for membership does not guarantee, and one cannot assume, automatic grant of membership.
- B. The Membership Committee shall submit to the Executive Board all membership applications upon receipt for which the Executive Board shall decide to affirm or deny all membership applications within 21 days of an application submittal.

**ARTICLE IV – ENDORSEMENT POLICY**

**Section 1. ENDORSEMENT POLICY FOR PRIMARY RACES.**

- A. No Primary or Associate member may endorse in the name of the NFRW, a NMFRW or a local Club or in their official capacity thereof.
- B. No endorsement or evidence of support by any member shall be issued using the NFRW affiliation, logo, or stationery without the approval of the NFRW.
- C. NFRW Bylaws provide for the removal from membership of any member, local Club or State Federation who/which advocates a split party ticket or supports a candidate who is running on an opposition ticket.
- D. In the case of contested Republican races, information and campaign announcements may be distributed on all candidates – such as at events or fundraisers – provided they are fairly and evenly distributed.

**Section 2. SPLIT TICKET.** Neither members of the Executive Board, Committee Chairs, or the Campaign Activities Chair shall advocate a split ticket, shall support an opposition party candidate, or act in violation of the NFRW or NMFRW or the Club policies or bylaws.

**Section 3. AFFILIATION WITH POLITICAL ORGANIZATIONS.** The Club shall not affiliate with any political organization which is not officially recognized as working in concert with the NMFRW, the NFRW, and the Republican National Committee.

**Section 4. MEMBER CANDIDATES.** An officer of the Club who is a candidate or whose spouse or family member is a candidate shall be exempt from this rule, however, they may not campaign or identify themselves in the name of the Club, the State Federation, or the NFRW or by utilizing the logo or stationery of the Club, the State Federation or the NFRW.

## **ARTICLE V – DUES AND FISCAL YEAR**

**Section 1. FISCAL YEAR.** The fiscal year shall be from January 1 through December 31.

**Section 2. MEMBERSHIP DUES.** Membership dues for the upcoming year shall be payable no later than December 31 of the current year and shall be delinquent March 1 of the following year. Dues collected in November and December may be applied to the following year's membership.

**Section 3. SERVICE CHARGES.** Clubs shall pay NMFRW dues and NFRW per capita dues, and the annual service charges on behalf of each of the Club members, with the first payment of the year to be made no later than December 31 of the previous year.

**Section 4. CHANGING DUES.** Dues may be changed by a majority vote (50% +1) of those present and voting at any regular meeting, provided notice has been given at least five business days prior.

**Section 5. REINSTATEMENT.** A delinquent member may be reinstated at any time by payment of annual dues.

## **ARTICLE VI – OFFICERS AND DUTIES**

**Section 1. ELECTED OFFICERS.** The elected officers of this club shall be a President, 3 Vice Presidents, Recording Secretary, Corresponding Secretary, and Treasurer.

**Section 2. ELIGIBILITY.** Each elected officer shall be a Primary member in good standing of the Club.

**Section 3. ELECTION.** The elected officers shall be elected at the November meeting and shall serve a term of two years, or until their successors are elected and serving in their positions.

**Section 4. CO-OFFICERS.** In the event that no single qualified candidate is nominated or willing to serve in any office of the Executive Board during the nomination and election process, the membership may, by majority vote at the annual election meeting, approve the election of two Co-Officers to jointly fulfill the role for the term. Nominations for Co-Officers shall be made in pairs, and candidates must agree to serve together.

The office, shared by the Co-Officers as a whole, shall have one vote in Executive Board matters, with one Co-officer designating the other to act on behalf of both when necessary. If a disagreement arises between Co-officers, the matter shall be resolved by a majority vote of the Executive Board. Should one Co-Officer resign or become unable to serve, the remaining Co-Officer shall assume the full office until the end of the term, unless the membership votes to appoint a new Co-Officer.

**Section 5. APPOINTED OFFICERS.** The President may appoint a Parliamentarian, with the approval of the Executive Board.

**Section 6. DUTIES OF THE OFFICERS.**

A. The President shall:

1. Call and preside over all meetings of the Club and the Executive Board;

2. Represent the organization;
3. Make Committee appointments as necessary to conduct the business of the club, except the Nominating Committee, with Executive Board approval of Standing Committee Chairmen and Vice-Chairmen;
4. Prepare a program of action for each year of the term;
5. Submit an annual budget for review by the Executive Board;
6. Be an ex-officio member of all committees except the Financial Review and Nominating Committees;
7. Sign checks as an alternate signature to the Treasurer;
8. Represent the Club in Republican Party activities;
9. Appoint the Financial Review Committee in November of the first year in office, with the exception of a change of treasurer before the end of the official term of office at which time the Financial Review Committee will be appointed and a complete financial review will be done;
10. Accept resignation by written letter or email of any member wanting to resign from a position, chairmanship, or the Club; and
11. Call meetings of the Executive Board and shall call a Special Meeting of the Executive Board upon receipt of the written request of three members of the Executive Board.

B. The 1<sup>st</sup> Vice President shall:

1. Perform the duties of the President in her absence;
2. Act as Program Chair; and
3. Perform such other duties as are assigned by the President, the Executive Board or the Club.

C. The 2<sup>nd</sup> Vice President shall:

1. Serve as Chair of the Membership Committee.
2. Perform such other duties as may be assigned by the President or the Executive Board.
3. Keep an up-to-date roster of the membership of the Club.
4. Notify delinquent members.

D. The 3<sup>rd</sup> Vice President shall:

1. Serve as Chair of the Fundraising Committee.
2. Perform such other duties as may be assigned by the President or the Executive Board.
3. Help with marketing of fundraising events.

E. The Recording Secretary shall:

1. Keep the minutes of all meetings of the Club and Executive Board;
2. Keep a current inventory of Club property;
3. Maintain all Club records and, if there is no historian, historical items;

4. Perform such other duties as may be assigned by the President, the Executive Board or the Club.

F. The Treasurer shall:

1. Serve as custodian of all Club funds and deposit them in a bank(s) approved by the Executive Board;
2. Sign checks as one of two authorized signatures, namely President or Treasurer;
3. Shall keep an accurate account of receipts and disbursements, and pay, by check or electronic means, bills authorized by the Club;
4. Disburse funds as directed by the Executive Board or the membership;
5. Shall notify 2<sup>nd</sup> VP (Membership) of insufficient dues payments.
6. Bring written financial report(s) to regular Club and Executive Board meetings;
7. Submit dues, annual service fees, and reports to NMFRW as required; copy the Membership Chair on these communications.
8. Submit all financial records to the Financial Review Committee for an annual review to be completed by and reported to the Executive Board and the membership;
9. Comply with the New Mexico PAC reporting requirements;
10. Perform other duties as assigned by the President, the Executive Board, or the Club;

G. The Corresponding Secretary shall:

1. Conduct the correspondence of the Club under the supervision of the President;
2. Preserve in a permanent electronic file all letters, papers, and emails of value to the Club;
3. Perform other duties as assigned by the President, the Executive Board, or the Club.

H. The Parliamentarian shall:

1. Advise Club officers, committee chairs and Club members on parliamentary procedure;
2. Be familiar with the Club Bylaws, Standing Rules and Policies and Procedures;
3. Attend membership meetings, Executive Board meetings, and other meetings as necessary or as requested.

**Section 7. VACANCY.** Vacancies in elected office shall be filled by election by a majority of the Executive Board members present and voting, provided an announcement is sent to all Club members stating the existence of the vacancy. Primary members in good standing may submit their name to the Executive Board to be considered to fill the vacancy.

**Section 8. REMOVAL FROM OFFICE OR MEMBERSHIP.**

Cause for such removal shall include, with limitation,

- A. Non-payment of dues;

- B. The failure or refusal to support the policies and objectives of the NFRW, the NMFRW, or the Club as stated in their bylaws;
- C. Actions which are in conflict with the NFRW Bylaws, the NMFRW Bylaws or the Club Bylaws;
- D. Failure to comply with the NFRW, the NMFRW, or the Club membership rules;

For removal of officers only:

- E. Failure to perform duties;
- F. Failure to attend two consecutive Executive Board meetings or any single major fundraising activity without at least 3 days prior notification to the president.

Process for removal from membership shall be as follows:

- A. A verbal warning from the President;
- B. A second warning in writing, or if appropriate, expulsion from the meeting by the membership,
- C. Removing member completely from membership by vote of the Executive Board.

Process for removal of an officer shall be as follows:

- A. Informal or verbal warning from the President;
- B. If conduct has not improved, the President may provide an explanation to the Executive Board (without the officer in question being present). A majority vote results in a written warning to the Officer in question.
- C. If the conduct has not improved, the president may notify membership that there will be presentation at a regular meeting that will result in a vote. A majority vote (50% + 1) of members present and voting results in removal of the Officer.

**Section 9. RECORDS.** All officers and all committee chairmen shall deliver all records, files, and properties of the Club to their successors prior to the installation of the new officers unless directed otherwise by the President or the Executive Board.

## **ARTICLE VII – MEETINGS**

**Section 1. REGULAR MEETINGS.** A minimum of five (5) regular meetings shall be held during the Club year; that is, if unusual circumstances prohibit more frequent meetings:

- A. These meetings shall be held as decided by the Executive Board;
- B. A quorum at Club meetings shall be 25 % of the total number of Primary members in good standing;
- C. At least fourteen (14) days' notice shall be given to all members for regular meetings.

**Section 2. SPECIAL MEETINGS.** Special meetings may be called by the President and shall be called by the President upon receipt of the written request of three members of the Executive Board or by 30% members of the Club.

- A. The purpose of the Special Meeting shall be stated in the call, with no other business to be transacted at the meeting.
- B. At least a five-day (5) notice shall be given to all members for any Special Meeting.

**Section 3. ANNUAL MEETING.** The November meeting will be designated as the Annual Meeting.

**Section 4. ELECTRONIC VOTING BETWEEN MEETINGS.** A vote of the Club membership or the Executive Board may be conducted by mail, telephone, fax, email, or other approved electronic means between meetings, provided there is participation by a quorum of the body. The vote shall be ratified and entered into the minutes at the body's next regular meeting.

**Section 5. NOTICE.** Notice for all meetings may be mailed or sent electronically.

## **ARTICLE VIII – EXECUTIVE BOARD**

**Section 1. COMPOSITION.**

- A. The voting body of the Executive Board of this Club shall consist of:
  1. The elected officers and the Immediate Past President. The Immediate Past President is an ex-officio member and serves for one year beginning on the last day of the last term in office.
- B. The non-voting members of the Executive Board shall be
  2. The Parliamentarian.

**Section 2. DUTIES.** The Executive Board shall:

- A. Transact necessary business between meetings of the Club;
- B. Direct the Treasurer's disbursement of funds;
- C. Approve appointed officer and committee appointments made by the President;
- D. Fill vacancies in office; and
- E. Perform other duties as assigned by the President.

**Section 3. MEETINGS.** The Executive Board meetings shall meet as decided by the President or the Executive Board.

- A. Special Meetings may be called by the President and shall be called by the President upon receipt of the written request of three members of the Executive Board;
- B. Executive Board take place before the monthly membership meetings, unless otherwise determined by the president. Executive Board Special meetings require at least a five-day notice.
- C. Notice may be mailed or sent electronically; and
- D. In the event a properly called meeting has to be canceled due to circumstances beyond the control of the Club, it shall be acceptable to hold said meeting by an approved electronic means with reasonable notice being given to all the members of the Executive Board.

**Section 4. QUORUM.** A majority of the members of the Executive Board shall constitute a quorum.

## **ARTICLE IX – COMMITTEES**

**Section 1. STANDING COMMITTEES**

- A. The Standing Committees of this club shall be Bylaws, Fundraising, Legislative, Chaplain, and Membership.
- B. Standing Committee Chairmen and committee members shall be appointed by the President and Standing Committee Chairmen shall be approved by the Executive Committee;
- C. Officers may be appointed to chair Standing Committees; and
- D. Standing Committee chairmen shall be appointed for the same term as the President.
- E. Duties of Standing Committees:
  - 1. The Bylaws Committee shall:
    - a) Conduct a biennial review of the Club's bylaws;
    - b) Submit recommendations to the Executive Board for review, request and receive from membership proposed amendments to the bylaws; and
    - c) Any subsequent Club revision of Bylaws shall be sent to the NMFRW Bylaws Committee to confirm compliance.
  - 2. The Fundraising Committee shall:
    - a) Prepare and implement a plan which the Executive Committee shall approve for raising funds in order to meet the Club's revenue needs;
    - b) Notify the Treasurer of all fundraising committee meetings and Treasurer may attend each one.
  - 3. The Legislative Committee shall:
    - a) Inform the Club of pending legislation or legislative acts;
    - b) Inform the Club and Executive Board of any legislation affecting interests of NFRW, the NMFRW or the Club.
  - 4. The Membership Committee shall:
    - a) Coordinate and oversee all membership renewal and new member efforts;
    - b) Compile and maintain complete Club membership lists; and
    - c) Ensure that all membership information is shared with the Treasurer and others as deemed necessary.
  - 5. The Chaplain shall:
    - a) Offer a prayer at the beginning of each luncheon meeting;
    - b) Or coordinate and oversee a prayer team whose members will alternate to offer the luncheon meeting prayers.
  - 6. The Financial Review Committee shall:
    - a) Conduct an annual audit of the club's finances.

## **Section 2. SPECIAL COMMITTEES**

- A. The President may create Special Committees subject to the approval of the Executive Board at any time as it may become necessary;
- B. The President may appoint the chairmen and members of Special Committees without the approval of the Executive Board;

- C. Special Committees may include: Public Relations/Communications, Campaign Activities, Chaplain/Prayer, Caring for America, Financial Review, Scholarship/Literacy. Other Special Committees may be appointed as needed;
- D. The Financial Review Committee shall consist of two Primary members in good standing appointed by the President in November of each year whose duty it shall be to review the Treasurer's accounts at the close of the fiscal year and shall report to the Executive Board and to the membership at the first meetings of the new term of office.

**Section 3. COMMITTEE CHAIRS.** All committee chairs must be Primary members in good standing in the Club.

**Section 4. EX-OFFICIO MEMBERS.** The President shall be an ex-officio member of all committees except the Nominating and Financial Review Committees.

## **ARTICLE X – NOMINATIONS AND ELECTIONS**

**Section 1. NOMINATIONS.**

- A. A Nominating Committee of three Primary members in good standing, and one alternate, shall be elected by the Club no later than May of each election year. The Committee shall elect its own chairman. The Parliamentarian will instruct the Committee as to proper procedure and will be available for further counsel if required.
- B. The Nominating Committee shall report a slate of one candidate for each office at the general meeting in October of the second year of a two year term of office at least 30 days prior to the election meeting. All nominees shall be Primary members in good standing in the Club and shall give written consent to serve, if elected. Nominations from the floor shall be in order following the report of the Nominating Committee.
- C. Nominating Committee members shall not succeed themselves.

**Section 2. ELECTION OF OFFICERS.**

- A. Elections shall be at the regular meeting in November. If there is but one nominee for any office, the election for that office may be by unanimous consent (or acclamation), where the President announces the single nominee is elected to the office. However, if there are nominations from the floor, the election shall be by ballot.
- B. No officer may simultaneously run for more than one office.
- C. Officers may not run for a second consecutive term. *(A “second consecutive term” allows the officer to remain in the office for a total of three terms: the first term when she is elected; the first consecutive term when she runs for re-election and wins; the second consecutive term when she runs for re-election the second time and wins.)*

## **ARTICLE XI – STATE FEDERATION CONVENTION DELEGATES**

**Section 1.** For the NMFRW biennial convention, the Club shall elect representation to the convention in the method set forth in the NMFRW Bylaws.

**Section 2.** Election of delegates and alternates shall take place at a general meeting before convention to conform to the date of the NMFRW certification deadline.

## **ARTICLE XII – PARLIAMENTARY AUTHORITY**

*Robert's Rules of Order, Newly Revised*, shall govern the Club in all matters of procedure not covered by these Club, NMFRW or NFRW Bylaws.

## **ARTICLE XIII – AMENDMENTS**

These bylaws may be amended at any regular (general) meeting or Special Meeting of the Club by a two-thirds vote, of the primary members present and voting, provided that notice of the proposed amendment(s) shall have been sent to each member in no less than fourteen (14) days prior to the date of the general or Special Meeting.

## **ARTICLE XIV – DISSOLUTION**

This Club may be dissolved by a two-thirds vote at any regular or Special Meeting of the Club, if 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. In the event of dissolution, the Executive Board shall, after payment of all liabilities of the Club, distribute any remaining assets to the NMFRW. 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 NMFRW.

These bylaws approved and adopted by Santa Fe Federated Republican Women on this date [ ]  
[Date].

## **STANDING RULES**

Dues: \$50 for Primary members; \$25 for Associates and Friends of the Club. Dues are always posted on the website.

There shall be a \$300 minimum kept in bank account at all times.

Any expenditure over \$100 must be voted on by the Executive Board

Executive Board members must help out with fundraisers.