



**BYLAWS of the Clark County Republican Women
(Revised April 11, 2024)**

ARTICLE I – NAME

The name of this Club shall be Clark County Republican Women, hereinafter referred to as the CCRW. This Club is affiliated with the Washington Federation of Republican Women (WFRW) and the National Federation of Republican Women (NFRW).

ARTICLE II – OBJECTIVES

The objectives of this Club shall be:

1. to promote an informed electorate through political education and activities.
2. to increase the effectiveness of women, and men, in the cause of good government to public office and encouraging effective participation in supportive roles.
3. to recruit and promote Republican women and men in all elections, including non-partisan elections.
4. to facilitate cooperation among Republican Women’s Clubs.
5. to support the principles of the NFRW, WFRW, and the Republican Party.

ARTICLE III – POLICIES

SECTION 1. Endorsement Policy

The Club as a whole and its President and Campaign Activities Chair shall not publicly endorse any candidate for public office in contested Republican primaries, general elections, runoff elections, special elections, and/or nonpartisan elections when more than one Republican is in the race. Individual members of this organization may work for the candidate of their choice in contested Republican primaries and general elections, but not in the name of the Club or Federation.

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, she may not do so in the name of the Club or by utilizing the logo or stationery of the NFRW, the WFRW or the Club.

SECTION 2. Split Ticket

Neither the Club nor an individual member shall advocate a split ticket, support an opposition party candidate, or act against the NFRW, the WFRW, or the Club.

SECTION 3. Other Organizations

The Club shall not affiliate with any political organization not officially recognized as working in concert with the NFRW, the WFRW, and the Republican National Committee.

ARTICLE IV – MEMBERSHIP

SECTION 1. Chartered Club Status

- A. The Club shall be a member in good standing of the NFRW and the WFRW.
- B. The Club shall consist of ten or more Republican Women who are primary members in good standing as defined in Section 2A, charge annual dues, and hold at least five meetings a year.

SECTION 2. Membership Classifications

A. Primary Membership

1. Primary membership shall be held by any Republican woman who supports the objectives and policies of the CCRW, believes in the philosophy of the Republican Party, is a registered voter, and has paid the Club dues for the current calendar year.
2. Primary members in the Club shall not be primary members in any other WFRW of NFRW chartered club.
3. Primary members have all the privileges of membership, including but not limited to voting, making motions, and serving as elected officers of the Club.
4. They are eligible to be delegates or alternates representing the Club at WFRW and NFRW conventions.

B. Associate Membership

1. Republican women who have primary membership in another federated club and Republican men are eligible for associate membership in this Club upon payment of the required annual dues. Associate members cannot hold office, make motions, vote, or be counted for the purpose of determining the number of delegates to NFRW or WFRW meetings or conventions. Associate members are not included in the count to determine the number of primary members in good standing in the Club.
2. Republican men who are Associate Members of the Club do not hold membership in the NFRW or the WFRW and therefore, associate member's dues are wholly owned by the CCRW and are not reportable to the WFRW or NFRW.

SECTION 3. Removal From Membership

Members of the Club may be removed in accordance with the adopted NFRW Removal Policy/Special Rules for the following reasons:

- A. Nonpayment of dues. (Removed from the current membership roster)
 - B. Endorsing, advocating for, or supporting an opposition party candidate.
 - C. Supporting an opposition party ticket.
 - D. Failure to uphold the policies and objectives of the Club, NFRW or WFRW as stated in bylaws, special rules, or policies.
- (Refer to the complete NFRW Removal Policy at nfrw.org)

ARTICLE V – MEMBERSHIP DUES

SECTION 1. Fiscal Year

The fiscal year of the Club shall be from January 1st through December 31st.

SECTION 2. – Membership Dues

- A. Primary and associate members' dues are payable to CCRW at the beginning of each fiscal year on January 1st. A portion of the primary members' dues paid to CCRW is distributed to the WFRW and to the NFRW.
- B. Those who renew or join CCRW by paying their dues between October 1st and December 31st (Early Bird) will have membership in good standing with CCRW through the end of the current year and extending to the end of the following calendar year. All members in good standing will have a membership with WFRW and NFRW from January 1st to December 31st.

SECTION 3. Change of Dues

The dues of the Club may be changed at any regular meeting by a two-thirds vote of eligible members in good standing present.

SECTION 4. Service Charges

- A. The Club must send the names, addresses, zip codes, phone numbers and email addresses, when available, of a least ten primary members (including Club officers) with the first dues payment and WFRW and NFRW annual service charges on behalf of Club members, with the first payment of the year to be made no later that December 31st.
- B. Dues for additional new and renewing members shall be sent monthly to the WFRW Treasurer. New and renewing members' dues must be postmarked to the WFRW Treasurer at least sixty days prior to the WFRW Biennial Convention and at least ninety days prior to the NFRW Biennial Convention to qualify for the convention delegate count.

ARTICLE VI – ELECTED OFFICERS

SECTION 1. Officers

The elected officers of this Club shall be, but not limited to, President, 1st Vice President, 2nd Vice President, 3rd Vice President and 4th Vice President, Recording Secretary/Membership Secretary and Treasurer. The President may appoint a Parliamentarian.

SECTION 2. Eligibility

The Club officers must be primary members in good standing with CCRW, NFRW and WFRW.

SECTION 3. Nominations

- A. A Nominating Committee of not less than three members must be elected by the Executive Board. The Nominating Committee will propose at least one nominee for each office. The President must not be a member of the Nominating Committee. The Nominating Committee must elect a Chair for the Committee.

- B. The Nominating Committee must report a slate of one candidate for each office at the regular meeting in November of each election year, at least thirty days prior to the election. Following the reading of the minutes of the meeting held by the Nomination Committee, and prior to any voting, the President will call for “any nominations from the floor”. All nominees must be primary members in good standing in the Club.

SECTION 4. Elections

- A. Elections must be held at a regular meeting in the month of November in even-numbered years for 1st Vice President, and 3rd Vice President, and Secretary, and elections in odd-numbered years for the President, 2nd Vice President, 4th Vice President, and Treasurer.
- B. The Nominating Committee must recommend one nominee for each office to the members, after which nominations will be taken from the floor.
- C. If there is only one candidate for an office, the election may be by voice vote.
- D. If there is more than one candidate for an office, a paper ballot vote will be taken, and the winner will be chosen by a plurality vote.
- E. No officer may run simultaneously for more than one office.

SECTION 5. Installation

An installation ceremony shall be held at the first regular meeting of the year.

SECTION 6. Terms of Office

- A. All officers shall serve a term of two years, or until a successor takes office.
- B. Two-year terms of office are from January 1st to December 31st of the second year.
- C. Any partial term of one year or longer counts as a full term.

SECTION 7. Removal from Office

Any officer or member of the Executive Board may be removed in accordance with the removal policy adopted by the NFRW. Special rules for any of the following reasons:

- A. Nonpayment of dues (removed from current roster of members.)
- B. Endorsing, advocating for, or supporting an opposition party candidate.
- C. Supporting an opposition party ticket.
- D. Failure to uphold the policies and objectives of the Club, WFRW, or NFRW as stated in bylaws, special rules, or policies. (Refer to the complete NFRW Removal Policy at nfrw.org)

SECTION 8. Vacancies

- A. A vacancy in the office of the President shall be filled by the 1st Vice President.
- B. When any Executive Board position, other than the President, is vacated the Board will fill the position.
- C. The newly appointed officer will stand for election at the next regularly scheduled meeting.

ARTICLE VII - DUTIES OF THE OFFICERS

SECTION 1. DUTIES OF THE PRESIDENT

The President shall:

- A. set the agenda and preside over Club and Executive Board meetings.
- B. oversee the work of the Club.
- C. appoint, with the approval of the Executive Board, all standing and special committees and their chairs, except for the Nominating Committee and its Chair.
- D. be an ex-officio member of all committees, except for the Nominating Committee.
- E. call meetings of the Executive Board, or upon the request of at least three members of the Executive Board.
- F. sign checks when the Treasurer is unable to do so.
- G. prepare an "Action Plan" or program in consultation with the standing committee chairs for presentation and approval of the Executive Board.
- H. be the spokesperson, representing the positions of the Club.
- I. accept, in writing, the resignation of any member who wishes to resign from the position they hold, including Executive Board Officers and Committee Chairs.
- J. attend WFRW biannual Board of Directors meetings or appoint a proxy who is a member in good standing to attend.
- K. attend the WFRW Biennial Convention be held during her term as President.
- L. at her option, appoint a parliamentarian.

SECTION 2. DUTIES OF THE VICE PRESIDENT

The Vice President shall:

- A. perform the duties of the President in her absence and such other duties as may be assigned by the President and the Executive Board.
- B. complete the unexpired term in the event of a vacancy in the office of the President.
- C. The 2nd, 3rd and 4th Vice Presidents shall perform duties as requested by the President. Key roles of the Vice Presidents shall be assigned by ascertaining the talents, skills, and passions of the office holder, whenever possible.
- D. The Vice Presidents, in their order, shall perform the duties of the President in her absence.

SECTION 3. DUTIES OF THE RECORDING SECRETARY

The duties of the Recording Secretary shall be:

- A. record the minutes of Executive Board Meetings, elections, and special meetings.
- B. give a written report of the minutes to the Executive Board within 10 days.
- C. be the custodian of all Club records, except those of the Treasurer.

SECTION 4. DUTIES OF THE MEMBERSHIP SECRETARY

The duties of the Membership Secretary shall be to:

- A. maintain all Club membership lists.
- B. keep the official list of members in electronic format.
- C. transmit the database in electronic format to the CCRW President or Treasurer upon request.

- D. confer with Treasurer to ensure that the members reported to the WFRW reconciles to the Club membership records.
- E. certify the eligibility of delegates to the WFRW and NFRW state and national conventions and serve as Chair of the Credential Committee for Club elections, as necessary.

SECTION 5. DUTIES OF THE TREASURER

The duties of the Treasurer shall be to:

- A. receive all funds and pay all bills that have been approved by and at the request of the President.
- B. serve as the custodian of all CCRW funds and deposit all funds at a bank approved by the Executive Board.
- C. pay to WFRW all dues and service charges, as required.
- D. sign checks as an authorized signer. The Treasurer and the President are both authorized signers.
- E. provide a Treasurer's report at each Executive Board meeting.
- F. reimburse authorized expenditures incurred on behalf of the Club.
- G. present to the Executive Board a budget report at the annual planning retreat.
- H. provide a quarterly financial report electronically to all members in good standing.
- I. maintain a list of Club-owned assets and property and where they are stored.
- J. be the Chair of the Budget Committee and with the President appoint the committee members.
- K. at her discretion, for the duration of her term and approved by the Executive Board, may appoint an Assistant Treasurer. The Treasurer will assign duties to the Assistant Treasurer as needed.

SECTION 6. OFFICERS' RECORDS

Officers shall deliver all records, files and properties belonging to the Club to their successors within two weeks of retiring or resigning from office.

ARTICLE VIII – EXECUTIVE BOARD

SECTION 1. Composition

The Executive Board shall consist of the officers elected by CCRW members in good standing. The chairs of the standing committees may attend and participate in Executive Board meetings, but do not vote.

SECTION 2. Duties

The Executive Board shall:

- A. conduct any necessary business between regular Club meetings.
- B. advise the President.
- C. adopt an annual budget.
- D. fill vacancies of elected officers, if not done by a vote of the primary members in good standing present at a regular meeting.
- E. raise funds to support the Club objectives and goals.
- F. approve the President's appointment of Committee Chairs.

SECTION 3. Meetings

The Executive Board shall meet as determined by the Board. Special meetings of the Executive Board shall be called at the discretion of the President, or upon the request of three members of the Executive Board. Board meetings may be held in person, by telephone conference, or by other electronic means approved by the Executive Board.

SECTION 4. QUORUM

Business may be conducted by the Executive Board if a majority (quorum) of the Board Members are present.

SECTION 5. VOTING

Each Executive Board member has one vote. Proxy voting is not allowed. Voting using email or other approved electronic devices is allowed.

ARTICLE IX – STANDING COMMITTEES

Committees required by WFRW & NFRW bylaws:

1. Budget and Finance Committee – The Treasurer is the Chair of this committee.
2. Bylaws Committee – To review and propose amendments to be ratified by the members in good standing.
3. Membership Committee – The Recording Secretary is the Chair of the Committee.
4. Achievements and Awards Committee – To keep a record of qualified activities by members and report those activities which fulfill the WFRW and NFRW rewards requirements.

Optional Club Committees:

Social Media, Campaign, Legislation, Events, Communications, Ways and Means. Other options are Americanism, Armed Service, Literacy, Sunshine, and Caring for America.

- A. Standing Committee chairs shall be appointed by the President and approved by the Board. Those appointed shall serve the same term as the President who appointed them. The President and the Committee Chair may appoint additional members to the Committee.
- B. Standing Committee chairs must be primary members in good standing.
- C. Elected officers may serve as a Chair to a Standing Committee if appointed by the President.
- D. Committee Chairs, as requested by the President, shall give a report to the Executive Board or at regular meeting.
- E. Associate Members may serve on Standing Committees, however, may not serve as Chair.

ARTICLE X – MEETINGS

SECTION 1. Regular Meetings

Regular meetings shall be held on the day, time, and place at the discretion of the Executive Board. There shall be a minimum of five meetings a year.

SECTION 2. Special Meetings

- A. Special meetings shall be called by the President or by a majority of the Executive Board.
- B. Special meetings may also be called at the written request of and signed by 50% of the primary members in good standing. Upon receipt of the signatures from 50% of the members in good standing, the President must send a call to meeting electronically at least 10 days in advance, with the purpose of the meeting stated in the call.
- C. No other business may be conducted at the special meeting.

SECTION 3. Voting

Voting on Club business shall be conducted in person at a scheduled meeting. A quorum of 10 members in good standing must be present to conduct business. The vote shall be recorded in the minutes of the meeting and sent to members in good standing within 10 days of the vote.

The means of voting by the Executive Board shall be determined by the Executive Board. All Executive Board votes will be recorded in the Executive Board meeting minutes.

SECTION 4. Election of Officers

Election of officers by the members in good standing present are required to be held in the month of November.

SECTION 5. ASCERTAINING A QUORUM

The Recording Secretary will be responsible for ascertaining that a quorum has been met and will report to the President. The quorum of the Club is 10 members in good standing. Members must be present to vote.

ARTICLE XI – DELEGATES TO THE WFRW AND NFRW CONVENTION

SECTION 1. WFRW Biennial Conventions

The appropriate number of delegates and alternates to the WFRW Biennial Convention are to be elected at the regular September meeting of the even years as follows:

- A. The President is an automatic delegate and is not required to be elected. No proxy is allowed to take her place.
- B. Delegates must be primary members in good standing for at least sixty days prior to the convention.
- C. Alternates must meet the same eligibility standards as delegates. One alternate will be elected for each delegate. They will be elected in priority order and promoted to delegate status in the same order as elected. No alternate shall be elected or appointed for the President.

SECTION 2. NFRW Biennial Conventions

The Club shall have paid the previous year's dues and service charge and maintained its dues and annual service charge current to be in good standing and eligible for representation at the convention for at least six months prior to the NFRW Convention.

- A. The Club is entitled to elect one delegate and one alternate to the NFRW Biennial Convention from primary members in good standing at the regular MAY meeting of odd-numbered years. The President may appoint a substitute for any delegate or alternate unable to attend or unwilling to attend, except that the alternate shall be promoted to delegate before any other substitute is appointed.
- B. The Club President shall send the delegates' and alternates' names, addresses, zip codes, phone numbers and email addresses to the WFRW and NFRW Presidents on credential forms provided by the NFRW. The credential forms must be postmarked to the WFRW and NFRW Presidents no later than thirty days prior to the convention. Emergency changes must be forwarded in writing to the NFRW President for her approval and must be postmarked no later than ten days prior to the convention.

ARTICLE XII – PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised, current edition thereof, shall be the parliamentary guide and shall govern the Club in all procedural matters at Club meetings where it is not inconsistent with these bylaws or the bylaws of the WFRW or NFRW or any special rules of order.

ARTICLE XIII – REVISION OR AMENDMENTS TO THE BYLAWS

SECTION 1.

Proposed bylaws amendments must be submitted in writing to the Executive Board for approval.

SECTION 2.

Amending these bylaws must be by a vote of two-thirds of the members in good standing that are present at any regular or special meeting called for that purpose. Proposed amendments must be emailed to all members and posted to the Club website at least 10 days prior to the next meeting.

SECTION 3.

Amended bylaws must be updated as amended and a record kept by the Recording Secretary. The amended bylaws shall be in immediate effect upon adoption by majority vote of members in good standing present.

SECTION 4.

A committee of at least five (5) members in good standing must review these bylaws every three (3) years. A Parliamentarian, if available, is recommended as an advisor to the committee. Committee recommendations must be forwarded to the Executive Board.

ARTICLE XIV – CODE OF CONDUCT

SECTION 1.

All members of the CCRW shall participate in club meetings and activities in an ethical manner to promote and maintain the highest standards of civility among members. Each member shall honor, respect, and support the purposes of this Club and honor and respect all members of the Club and CCRW guests.

SECTION 2.

A CCRW member who demonstrates a lack of civility toward Board Members or Club members in public, in print, or on social media may be sanctioned by the Executive Board. The sanction must be approved by a two-thirds vote of the Executive Board, resulting in a letter of reprimand, signed by the President, to be sent to the offending member. After the second violation of the Code of Conduct and a second letter has been sent by the Executive Board, the Board by a two-thirds vote, may bring a motion to the Club members in good standing for the removal of the sanctioned member from the CCRW roster. Removal from the CCRW roster requires a 2/3 vote of members present in good standing at a regular or special meeting where a 25% quorum of the membership is met.

SECTION 3.

At no time shall the membership list be released to any campaign, individual, or organization other than WFRW and NFRW.

ARTICLE XV – DISSOLUTION

SECTION 1. Notification in Writing

The Club may be dissolved by a two-thirds vote at any regular or special meeting of the Club, provided that notice of the dissolution has been submitted in writing at the previous meeting or has been sent by US mail or email to all members of the Club in good standing. Within ten days of the passage of the motion to dissolve, the Secretary shall notify in writing the appropriate WFRW Club Advisor that the Club is dissolving.

SECTION 2. Distribution of Assets

In the event of dissolution, the Executive Board must, after payment of all liabilities of the Club, distribute any remaining monetary assets to WFRW. The Treasurer shall forward all monetary assets of the Club to WFRW within ninety days of dissolution. No monetary asset of the Club will be distributed to any member or officer of the Club.

SECTION 3. Right to Use of Name

The right to use the name of the Club shall revert to WFRW.

END

Bylaws Approved at a Special Meeting Called on April 11, 2024

Quorum was met.

These bylaws, as amended, were approved by a unanimous vote of those members in good standing present at the April 11, 2024, meeting held at US Digital, Vancouver, WA.

