



## **NEW HANOVER COUNTY REPUBLICAN WOMEN'S CLUB BYLAWS**

### **ARTICLE I – NAME**

The name of this Organization shall be the New Hanover County Republican Women's Club. Hereafter in this document the Organization shall be called the NHCRWC.

### **ARTICLE II – MISSION**

The Mission of the NHCRWC shall be:

- to promote an informed public through conservative political education and events
- to increase the effectiveness of women in the cause of good government through active political participation
- to support the Republican Party and the Republican Party Platform; to engage and support other Republican organizations; to promote Party Platform and support Republican Candidates in all elections, including non-partisan elections.

### **ARTICLE III – MEMBERSHIP**

#### **A. Eligibility**

1. Full Membership in the NHCRWC shall be open to any registered Republican, or who supports the Republican Party, and who is a resident of North Carolina.
2. Membership is subject to approval by the Executive Board.



## **B. Dues**

Annual dues shall be determined by the club membership at the annual Business meeting in November. Dues paid by any new member joining for the first time on or after September 1<sup>st</sup> shall include membership through the following calendar year.

## **C. Removal from Membership**

1. Any member may be removed from membership for non-payment of dues before March 1 of the current year, by resignation, or by change of registration to another political party.
2. A member may be reinstated thirty (30) days after receipt of dues, or by a two-thirds vote of the NHCRC Executive Board, providing the reason(s) for removal have been corrected.
3. Any misuse of the club membership roster by a member for any reason, including personal gain, shall constitute grounds for removal from the club.

## **D. Fiscal Year**

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

# **ARTICLE IV NOMINATIONS AND ELECTIONS**

## **A. Nominations**

1. A Member in good standing may nominate herself, or any other Member in good standing [upon the advance consent of the nominated Member] for President, Vice-President, Secretary, Treasurer, Lieutenant-Treasurer and two (2) Members-At-Large.
2. The Secretary shall accept and submit all officer nominees in a report to the membership ten (10) days prior to the Annual October Business meeting, or any meeting where an officer election occurs.

## **B. Elections**

1. Elections shall be held at the annual Business meeting in October. Full Members must have a paid membership by September 1 in order to vote.



2. Elections for officers whose terms are expiring shall be held during the month of October of each year. Ballots containing the names of each candidate for officer shall be sent to each member via electronic mail. New officers will begin their terms on January 1<sup>st</sup> of the following year.
3. Elections shall be by Ballot when more than one nominee stands for office. The President shall appoint three (3) Standing Committee Chairs as Tellers to count the ballots.
4. A majority vote of a Full Quorum {25% of Members in good standing} in attendance and voting, shall constitute an Election.

### C. Voting and Proxies

Every Member shall be entitled at every meeting of the members to one (1) vote. Except as otherwise provided by law or by these Bylaws, a majority vote of the members present at the meeting shall be the act of the members.

Every Member entitled to vote at a meeting of the members, or to express consent or dissent without a meeting, may do so in person or may authorize another person or persons to act for such Member by proxy; provided, however, that said proxy shall be in form reasonably acceptable to the Board, and executed by the Member or by the attorney-in-fact of the Member.

### D. Vacancies

Unless otherwise provided for in these Bylaws, a vacancy in any office because of death, resignation, removal, or any other cause, shall be filled by a majority vote of the Executive Board. The replacement officer shall serve for the unexpired portion of the applicable term of office, and until a successor is duly elected, appointed, and qualified.

At the annual business meeting, seats on the Board shall be filled from among the nominated members receiving the most votes for the number of seats to be filled at such elections.

## ARTICLE V – EXECUTIVE BOARD

### A. Executive Board

1. The Officers of this Organization shall be President, Vice President, Secretary, Treasurer, and Lieutenant-Treasurer and two (2) Members-At-Large.
2. Membership of the NHCRWC Executive Board shall be the elected officers and the immediate past President of the club provided the immediate past President has not resigned and is a member in good standing.



3. Each officer shall be an active member in good standing of this Organization and shall not hold office or lead a committee in another Republican Women's Club.
4. Approve the nomination of the Standing Committee Chairs.

## **B. Terms of Office**

1. Seven (7) officers shall serve for an initial term of two (2) years, which began in January 2022. At the annual business meeting in the second year of the initial term, three (3) officers' terms shall be extended for one year in order to stagger the terms of the officers. Thereafter, newly elected officers shall serve two (2) year terms. Each director shall serve until the end of the applicable term or until a successor is duly qualified and elected to serve.
2. Officers will assume offices in January of the following year.
3. The outgoing treasurer will complete all necessary reports to complete the fiscal year of the club [through December 31] before turning the records over to the incoming treasurer.
4. No member shall hold more than one office at any one time. No officer may be eligible to serve more than two consecutive terms in the same office, unless she shall have filled the unexpired term of her predecessor provided, she served less than half of the unexpired term.

## **C. Officers' Duties**

### **President**

1. To prepare an annual budget with the Executive Board to be presented to the membership for adoption no later than the February meeting.
2. To preside at all meetings of this Organization and of the Executive Board.
3. To nominate all Standing Committee Chairs with the approval of the Executive Board.
4. To nominate Special Committee Chairs except the nominating committee with the approval of the Executive Board.
5. To schedule an annual audit of financial records in coordination with the Treasurer and Lieutenant- Treasurer and ensure that the results are reported to the Executive Board and the Membership.
6. To prepare the Executive Board approved Agenda for all meetings and to send Meeting, Agenda, Treasurer Report, and Secretary Report to the Secretary for transmission to the Membership.

### **Vice President**



1. To perform the duties of the President in her absence.
2. To secure the location of the monthly meetings and to arrange for guest speakers.
3. To perform other duties as may be assigned by the President.

### **Secretary**

1. To keep Records and Minutes of the Regular meetings and Executive Committee Meetings and to send Regular Meeting Minutes to the President on the 20<sup>th</sup> of each month.
2. To perform such other duties as may be assigned to her by the President.
3. To transmit all official correspondence of the Club.
4. To keep attendance records of all Regular and Executive Committee meetings.
5. To keep an e-mail Roster of all current members.

### **Treasurer**

1. To obtain mandatory Treasurer Compliance Training from the NC Board of Elections and acquire a Certificate of Compliance within three months of appointment.
2. To be custodian of all funds of the club.
3. To maintain a current contact and email list of all members.
4. Disburse and receive funds as directed by the NHCRWC Executive Board in compliance with generally accepted accounting standards, and in compliance with the Organizations Bylaws, NC Board of Elections Rules, and Campaign Finance Laws.
5. To provide monthly reports of disbursements and income to the Secretary on the 20<sup>th</sup> of each month.
6. File the necessary reports required by the NC Board of Elections and Campaign Finance laws.

### **Lieutenant Treasurer**

1. To obtain mandatory Treasurer Compliance Training from the NC Board of Elections and acquire a Certificate of Compliance within three months of appointment.
2. To perform the duties of the Treasurer in her absence and assist in any duties as may be requested by the Treasurer.

## **D. Resignation from Office**

Original Document - 2/25/2021  
Revision #1 - 10/27/2021  
Revision #2 - 1/06/2022

Revision #3 - 3/9/2023  
Revision #4 - 7/10/23



Should any President or Vice-President file for election to public office involving a primary; advocate a split party ticket or support a candidate running on an opposition ticket, she must resign her office in this Organization.

**E. Records**

Each officer shall keep a portfolio of her duties and records which shall be passed on to her successor within thirty days of retirement from her position.

**ARTICLE VI - STANDING COMMITTEES**

**A. STANDING COMMITTEES**

1. The Standing Committees of this Organization shall be: Legislation/Education, Campaign & Voter Integrity, Membership and Public Relations.
2. Standing Committee Chairs shall be appointed for a term of 2 years and shall be eligible to serve a maximum of two consecutive terms.
3. Each Standing Committee Chair shall present a Committee Report to the Membership at each regular meeting and to the Executive Committee upon request.

**B. RECORDS**

Each Chair shall keep a portfolio of her duties and records which shall be passed on to her successor within thirty days of retirement from her position.

**ARTICLE VII – EXECUTIVE COMMITTEE**

**A. Executive Committee**

The Executive Committee shall consist of the Executive Board & Standing Committee Chairs.

**B. Duties**

1. To perform the duties of the office.
2. To serve as the governing body of the Organization between meetings.



3. To recommend all club disbursements to Republican Candidates after the primary and to present these disbursement recommendations to the membership ten (10) days prior to the meeting at which the vote is to take place.
4. Approve the nomination of the Special Committee Chairs.
5. To fill by Election any vacancy occurring in an elective office at the next Board meeting following the vacancy.

### **C. Meetings**

1. The Executive Committee shall meet quarterly - notice of the date, time and place of the meeting shall be given to each member of the Committee seven (7) days in advance of the meeting.
2. Special meetings of the Executive Committee may be called by the President, or by three members of the Executive Committee, upon three days' notice.
3. Special meetings of the Executive Committee may be held electronically provided all other requirements are met.

## **Article VIII - SPECIAL COMMITTEES**

### **A. Special Committees**

1. Special Committee Chairs shall be appointed by the President with the approval of the Executive Committee.
2. Special committees shall serve for the length of time required to complete their work, provided such time is limited to the term of the appointing President.

### **B. Records**

All Special Committees shall deliver all records, files, and properties of the Organization to their successors or the President within one month after completion of said duties or term.



## ARTICLE IX– MEETINGS

### A. Regular

The Club shall hold ten (10) regular meetings per year at a time and place designated by the Vice President. Club members shall be notified 10 days in advance by email of the date, time, and place of all meetings.

### B. Special

Special meetings may be called by the NHCRW Executive Board or ten (10) regular members in good standing. The purpose of the meetings shall be stated in the call, with no other business to be transacted at the meeting. At least five (5) days notice shall be given to all members for any special meeting.

### C. Annual Meeting

The annual Business Meeting in October shall be for the purpose of electing officers, receiving reports of Officers and Chairs, and for any other necessary business

### D. Quorum

Twenty-five (25%) percent of the paid full membership of the Club shall constitute a quorum for all regular and special meetings. There shall be proxy voting.

### E. Electronic Voting

A motion which exceeds the \$500.00 discretionary spending limit of the Executive Board and is considered time sensitive and has been passed by the Executive Board, may be submitted to the membership for an electronic vote provided a quorum responds [equal to the quorum of a regular meeting] and a time frame of two days (48 hours) is given for voting.

### F. Conference Telephone Meetings

Any member or officer may participate in a meeting of, as applicable, the members or of the executive board, or of any committee thereof, by means of conference telephone or similar communications equipment pursuant to which all person participating in the meeting can hear each other at the same time. Participation in a meeting via conference telephone or similar communications equipment shall constitute presence in person at such meeting.





**ARTICLE X – SPECIAL RULES**

1. This Organization shall not advocate a split party ticket nor support a candidate running on an opposition ticket.
2. Only Republican Candidates, Elected Republican Officials, Republican party officials, or their representatives, will be allowed to address the group in a partisan capacity or distribute political materials.

**ARTICLE XI – PARLIAMENTARY AUTHORITY**

The Newly Revised Robert’s Rules of Order shall govern the Organization in all cases to which they are applicable and when they are not inconsistent with these Bylaws. A Parliamentarian may be appointed by the President with the consent of the Executive Board. A parliamentarian may attend Executive Board Meetings and does not have an Executive Board vote and shall serve a 2-year term and may serve consecutive terms.

**ARTICLE XII – AMENDMENT OF BYLAWS**

These Bylaws may be amended by a two-thirds vote of those members voting, a quorum being present, at any regular meeting of the Organization, or a special meeting called for that purpose. Notice of the proposed changes must be given electronically to all members at least ten (10) days prior to the meeting.

**ARTICLE XIII – DISSOLUTION OF ORGANIZATION**

The Organization shall be considered dissolved by a motion presented to the membership and passed by a two thirds majority of those voting, provided there is a quorum of membership in attendance. All debts shall be paid. All assets will be tendered by a membership vote for a political affiliate and no assets personally benefit any member(s) of the Organization.

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