

SILVERDALE/SEABECK REPUBLICAN WOMEN BYLAWS

ARTICLE I Name

The name of the organization will be the Silverdale Seabeck Republican Women, *hereinafter* known as SSRW. A constituent division, charter # 60005210, under the bylaws of the Washington Federation of Republican Women, hereinafter known as WFRW, and of the National Federation of Republican Women, hereinafter known as NFRW.

ARTICLE II Objectives

Section 2.1

The objectives of this organization will be to promote the following:

- a) an informed electorate through political education;
- b) increase the effectiveness of Republican women in the cause of good government;
- c) foster loyalty to the Republican Party and promote its ideals, support objectives and policies of the Republican National Committee (RNC), the Washington State Republican Party (WSRP), and the Kitsap County Republican Party (KCRP);
- d) work for the election of Republican candidates.

ARTICLE III Policies

Section 3.1 Endorsement Policy

SSRW as a whole, its President and Campaign Activities Chair shall not publicly endorse any candidate for public office in contested Republican primaries, 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, but not in the name of SSRW or WFRW.

Section 3.2 Split Ticket

SSRW shall not advocate a split ticket, support an opposition party candidate, or act against the NFRW or WFRW policies and bylaws.

Section 3.3 Other Organizations

SSRW shall not affiliate with any political organization not officially recognized as working in concert with the WFRW, NFRW, and the RNC.

ARTICLE IV Membership

Section 4.1 Application for Membership

- a) **Active Memberships:** SSRW membership is open to all women believing in the principles of the Republican Party with intention to support its candidates. Members must be in good standing paying current SSRW dues and registered to vote. All eligible members automatically become members of the WFRW and NFRW;
- b) **Associate Memberships:** Republican women who are active members in another club or who are ineligible to join as active members. Associate members are not eligible for membership in WFRW and NFRW. An associate member is not a voting member. They may participate in relevant discussions, however, shall not serve as an elected officer or committee chair. They shall not put forth motions, second a motion or be counted for a quorum. Republican men may join as associate members;
- c) **Honorary Membership:** The Executive Board can bestow, by vote, upon a man or woman, an honorary membership as a sign of honor or achievement such as, SSRW past president having held office for many years, state senator or other important positions held as a Republican. The

honorary member must be approved by the membership. Honorary members are ineligible to vote or hold office. Payment of dues shall be dismissed for this person or persons.

Section 4.2 Forfeiture of Membership

- a) Membership in SSRW will be relinquished by any member who actively and/or publicly promotes candidates of another political party;
- b) a member may be removed from her position or from club membership by two-thirds vote of the Executive Board at a meeting duly called by the President for this purpose;
- c) the Executive Board shall notify the member of pending action and provide a written invitation for that member to be present during the meeting where the vote may be taken. Such action shall be subject to Robert's Rules of Order, Newly Revised, current edition.

ARTICLE V Dues

Section 5.1 Membership

Dues will be charged to all applicants. Payment of dues shall consider a primary member to be a member in good standing. The annual dues shall be determined by the Executive Board and are subject to change. The dues amount includes membership in the WFRW and NFRW. There shall also be annual dues for Associate Members, the amount shall be determined by the Executive Board and are subject to change. All dues are payable in December for the coming year. Annual dues are considered delinquent after January 31. The fiscal year of SSRW is January 1 to December 31. Dues paid after October 1 of the current year will apply to the next year's membership.

Section 5.2 WFRW Payments

- a) in order to establish and maintain a Republican Women's club a minimum of ten (10) members is required. The names and addresses of ten (10) active members shall be sent with the first dues payment to the WFRW Treasurer. Dues and service fees for a club shall be payable to the WFRW Treasurer each fiscal year by January 5;
- b) dues for additional members shall be sent on a rolling or monthly basis at least sixty (60) days prior to the WFRW Biennial Convention in order to qualify for the convention delegate count.

ARTICLE VI Meetings

Section 6.1

The General Membership Meetings of this organization shall be held once a month, unless otherwise ordered by the Executive Board.

- a) Minutes of the prior month's meeting will not be read, providing the secretary has sent a copy to each club member for perusal;
- b) Minutes may be sent via e-mail and a copy available at the meeting. Additions and corrections can be made before or at the General Meeting. Approval for the minutes will be called for by the President;
- c) The Treasurer's report may be sent via e-mail and a copy available at the meeting and a hard copy filed in the General Meeting notebook.

Section 6.2

A quorum for a meeting of this organization shall be a majority of the members present. When voting, an abstention is not a vote and is not counted as a vote. (Robert's Rules of Order, Newly revised, current edition). A quorum of the Executive Board shall be two thirds. A quorum of the Executive Committee shall be a majority of the members present.

Section 6.3

The General Membership Meeting in November shall be the annual meeting for the purpose of electing officers. President Elect shall call a meeting of the newly elected officers (Executive Board) to organize and plan for the coming term.

Section 6.4

Special meetings shall be called by the President. Call for a special meeting shall be for a specific purpose. No other business shall be transacted at the special meeting. Notification to all members shall be by email or telephone and delivered not less than five (5) days prior to the meeting date except in the case of an emergency.

Section 6.5 Video and Phone Meetings

- a) Meetings may be held using a video conference or conference call service, hereinafter referred to as Conference Meeting, provided that all eligible voting members in good standing are notified in writing by physical or electronic mail of the time, date and topics the Conference Meeting;
- b) all Conference Meetings must also meet the quorum requirements for regular meetings;
- c) minutes shall be kept for all Conference Meetings and approved at the next general meeting.

ARTICLE VII Officers

Section 7.1

The elected officers of this organization shall be President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer. These officers shall constitute the Executive Board.

The President may appoint a Parliamentarian. The Executive Board members shall not Chair or Co-Chair any Standing or Special Committees unless the club membership falls below 15 active members, or if members are unable to serve.

Section 7.2 Term of SSRW Officers

- a) Election of officers shall be held in odd numbered years beginning in the year 2021;
- b) all SSRW officers shall hold office for a term of two years. They shall serve from January 1 through December 31 of the second year regardless of the date of installation, or until their successors have been elected; (Reference, Article VII, Officers, Section 7.4, Officer Vacancies, Item b)
- c) any part of a term in excess of one year shall be considered a term;
- d) no officer shall serve more than two consecutive terms in the same office.

Section 7.3 Records

All records from past officers shall be given to the newly elected officers prior to the January Executive Board Meeting.

Section 7.4 Officer Vacancies

- a) the Executive Board is fully empowered to accept resignations and fill vacancies that occur during the elected term;
- b) in the event that a Board member vacancy occurs, the Nominating Committee chair may provide a nominee to the Executive Board for consideration of the vacated office. (Reference, Article XII, Nomination of Officers, Section 1, Item C)

ARTICLE VIII Duties of Officers

Duties of the officers shall conform to the WFRW, NFRW and Parliamentary Authority.

Section 8.1 President shall:

- a) provide an agenda for, and preside at all General Membership Meetings of SSRW, Executive Board and Executive Committee;
- b) supervise the funds allocated according to the annual budget;
- c) appoint all standing and special committee chairs, except for the Nominating Committee and its chair, which are elected. She shall appoint the Audit Committee prior to the end of the fiscal year;
- d) President may serve as an ex-officio member, during her term, without voting rights, on all committees with the exception of the Nominating Committee;
- e) notifies the membership immediately of any increase in club dues;
- f) President's appearance at campaign activities for a contested office shall not constitute an endorsement of the candidate;
- g) President Elect shall call a meeting of the newly elected officers to organize and plan for the coming term.

Section 8.2 First Vice President shall

- a) provide potential programs and or speakers to the Executive Board for approval;
- b) assist the President, if necessary and perform the duties of the President in her absence;
- c) serve as President if the office becomes vacant if she is available.

Section 8.3 Second Vice President shall:

- a) work toward increasing membership;
- b) have computer skills is preferred;
- c) call members whose dues are not paid for the new fiscal year. After January 31st a second courtesy reminder may be necessary;
- d) prepare, maintain and disperse the membership roster to all members in a timely manner;
- e) assemble and present approved club information to new members;
- f) record receipt of any membership dues promptly in coordination with the Treasurer.

Section 8.4 Treasurer shall:

- a) be custodian of all funds of the organization, depositing and disbursing them according to the approved annual budget. File signatures of the newly elected Treasurer and President with the bank;
- b) keep an accurate account of all monies received and disbursed. All income from meetings and events must be counted with a second person, agreed as accurate, and kept on file;
- c) members seeking reimbursement for approved club business items must provide the original or a copy of receipt (s) to the Treasurer. Receipts for reimbursements are required to be separate from any personal purchases and are limited to the current budget allocation;
- d) read Treasurers report at the Executive Board meetings;
- e) send a Treasurers report to include bank balance, income, expenses and cash on hand, via e-mail, or surface mail, and one copy available at the General meeting. A hard copy of the monthly report shall be kept on file in the General Meeting Notebook;
- f) present an unaudited annual report to the general membership in January;
- g) submit all books and records to the Audit Committee in January for preparation of the auditor's report due by the end of the first quarter. The Treasurer may not serve on the Audit Committee but shall make herself available to answer questions that the committee may have;
- h) receive and record promptly membership dues in coordination with the Second Vice President. Forward to the WFRW Treasurer the annual membership dues and annual fee as required.

Section 8.5 Secretary shall:

- a) record accurately and keep a record of all proceedings of the Executive Board, Executive Committee, and the General Membership Meetings;
- b) keep a copy of the Bylaws, Standing Rules, Minutes and Treasurer’s Report filed in the General Meeting Notebook to be available at each meeting;
- c) be the custodian of all club records not specifically assigned to others;
- d) prepare and distribute the minutes of each meeting within a timely manner and call for any additions or corrections which can be made before or at the General Meeting. (Reference, Article VI, Meetings, Section 6.1, Item b)
- e) file all reports and correspondence as needed.

Section 8.6 Parliamentarian: The President may appoint this position. The Parliamentarian shall assist the President, the Executive Board, the Executive Committee and any members in the proper parliamentary procedure in transacting the business of the meetings. The Parliamentarian shall serve as an advisor on the Bylaws Committee. The Parliamentarian is an advisor and therefore has no vote on the Executive Board or the Executive Committee but may vote as an SSRW member.

ARTICLE IX Executive Board

Section 9.1 The elected Officers of the organization shall constitute the Executive Board. The Board shall meet once a month before the General Meeting at a time designated by the President. The business of SSRW shall be conducted by a quorum. A quorum of the Executive Board shall be two thirds.

Section 9.2 The Executive Board shall oversee the affairs and funds of SSRW. Requests for funds, not budgeted, require a vote of the membership.

Section 9.3 The Executive Board’s action shall not conflict with the objectives of this organization. (Reference, Article II, Objectives of this Organization, Section 2.1, Item c)

Section 9.4 The Executive Board shall have the responsibility to remove any elected officer or appointee for just cause, upon a quorum, two thirds of the Executive Board members. (Reference, Article IV, Membership, Section 4.2, Item b) Such action shall be subject to Robert’s Rules of Order, newly revised, current edition.

Section 9.5 The Executive Board is allotted a one-time emergency expenditure of \$300.00, relative to the objectives of SSRW. This expenditure requires the signature of the President and Treasurer; preapproved budgeted expenditures are exempt from this procedure. The membership shall be informed of this expenditure.

ARTICLE X Executive Committee

Section 10.1 The Executive Committee, is comprised of the elected officers, along with Parliamentarian and Standing Committee Chairs. A quorum for a meeting of the Executive Committee shall be a majority of the members present. Each member has one vote with the exception of the Parliamentarian. No proxy votes are allowed.

Section 10.2 The President may call an Executive Committee meeting at her discretion.

ARTICLE XI Committees

Section 11.1 The President shall appoint all Standing and Special Committee Chairs with the exception of the Nominating Committee. The Executive Board members shall not Chair or Co-Chair Standing or Special Committees, unless the club membership falls below 15 active members, or if members are unable to serve.

Section 11.2 All committee chairs shall coordinate activities with the President. All standing committee chairs shall serve a one-year term, with the exception of the NFRW Achievement/Volunteer Hours. They may be reappointed for a second year if the position remains vacant not to exceed two years. Reports will be given at the request of the President.

Section 11.3 All active committee chairs shall submit an annual written summary to the President, Secretary, and one for the committee folder, due by the January General Meeting. All books, records and properties shall be transferred to their successors by the January General Meeting.

Section 11.4 Standing Committees: These committee chairs must be active members in good standing. These committees may include but are not limited to the following:

1. **Americanism** -will give a report on an American or historical event.
2. **Budget/Finance** - prepares the proposed budget for the coming fiscal year;
 - a. The Budget and Finance Chair will appoint up to two members from the General Membership to form this committee by September;
 - b. present a proposed budget for the coming fiscal year, (Jan 1 through Dec 31) to the incoming Executive Board in December for approval, then presented at the January General Meeting to be approved by the membership.
 - c. The annual budget shall include a minimum discretionary fund of \$200 for the Presidents use. These funds are to be used specifically for the business of SSRW.
3. **Bylaws** - The bylaws should be reviewed every three years. (Reference, Article XVI, Revision /Amendment of Bylaws, Section 16.4)
4. **Campaign / Political Activities** - candidate support, Initiatives, etc.
5. **Communication** - At the President's discretion, distributes information to the membership.
6. **Fundraising** – works on projects, approved by the board, to supplement the annual budget. Creates ideas to raise funds in support of SSRW charity events.
7. **Historian** - compiles and records annually chronological SSRW events. Items and records collected are considered property of SSRW. All pictures/media of members to be published must have consent from said member. All costs incurred by the Historian must be reflected in the annual budget.
8. **Hostess**-greet members and guests at meetings and be available to set up for the General Meeting and other specified events. Be the custodian of club supplies and decorative items.
9. **Legislative** - keeps the club educated on local, state and national issues.
10. **Media** - website, social media, Facebook
11. **NFRW Caring for America (Community Outreach)** – holds this office for a period of two years and is subject to the rules of the NFRW Awards Standards. Works on projects within the community that reflect Republican values.
12. **NFRW Club Achievement/Volunteer Hours** - holds this office for a period of two years and is subject to the rules of the NFRW Awards Standards.
13. **Social Events**
 - a. GNO (Girls Night Out) held monthly on the first Thursday of each month, to build friendships and support club membership;
 - b. manages informal occasions as needed.

Section 11.5 Special Committees

Are short term in nature, carry out special functions for the club and do not have a vote during the Executive Board and/or the Executive Committee Meetings. These committee chairs must be active members in good standing. These committees may include but are not limited to the following:

1. Audit

- a) the President appoints the chairperson of this committee;
- b) The chair will appoint up to two members from the General Membership to form this committee
- c) will certify the accuracy of the SSRW financial records, examine current accounting procedures of SSRW, and make recommendations for improvement;
- d) the committee shall report to the Executive Board by the end of the 1st quarter (March 31);
- e) the Treasurer shall be available to answer questions that the Audit Committee may have but may not serve on the committee.

2. Nominations and Elections

- a) a Nominating Committee of three primary members shall be elected by a majority of the members present and vote at the regular March general meeting. The Committee shall elect its own chair;
- b) elections shall be held during the annual meeting in November in the odd years, beginning in 2021;
- c) the Nominating Committee shall report one nominee for each office, after which nominations from the floor shall be called. If there is only one candidate for an office, election may be by voice vote. If there is more than one candidate for an office, a winner shall be chosen by a plurality vote using paper ballots. The Nominating Committee shall provide paper ballots and assign tellers to count the votes;
- d) a member shall not serve on the Nominating Committee for two consecutive nomination cycles.

3. Special Events (a county or community event)

- a) a decision to plan a special event requires approval of the Executive Board and the membership;
- b) this chair is appointed by the President, with the approval of the Executive Board. The chair shall choose a committee from the membership. The chair is required to work in conjunction with the Budget and Finance Committee, retain a detailed record of finances and shall keep the President informed of the events progress;
- c) at the conclusion of the event, the chair must give a verbal and written report to the membership and a final written report to be filed with the Secretary.

4. Resolutions Reference, WFRW Standing Rules for this process.

ARTICLE XII Nomination and Election of Officers

Section 12.1 Nomination of Officers:

- a) The Nominating Committee shall prepare a slate of no less than one candidate for each office whose qualifications for the office meet the stated requirements (Reference, Article IV, Membership, Section 4.1, Item a) who have given consent to serve if elected;
- b) the Nominating Committee will present the slate of officers in the odd year, beginning in 2021, at the October General Meeting;
- c) In the event that a Board member vacancy occurs, the Nominating Committee Chair may provide a nominee to the Executive Board for consideration of the vacated office.

Section 12.2 Election of Officers:

- a) elections will be held in the odd year, beginning in 2021, at the November General Meeting at which time the floor shall be open for further nominations. Any such nominee from the floor must have given their prior consent to be nominated and to serve if elected. If there is only one candidate for an office, the election of the slate of officers shall be by voice vote. Should there be more than one nominee for an office the vote shall be by ballot. A quorum vote decides confirmation of election;
- b) an installation ceremony may be held prior to the January General Meeting.

ARTICLE XIII WFRW Board of Directors Meetings/Convention

Section 13.1 President:

- a) the President is a voting member of the WFRW Board of Directors therefore an automatic delegate to both the spring and fall Board of Directors meetings. As such cannot be elected as a delegate or an alternate. If the President is unable to attend she will appoint a proxy;
- b) the club shall allow costs to include registration fee, a meal, one nights lodging and annual Winners' Circle fee "lowest level." Costs for President's attendance to both spring and fall Board of Directors and Convention meetings shall be included in the annual budget. Requests to the Treasurer for reimbursement of Board of Directors and Convention expenses must include original or copies of receipts. Personal expenses will not be reimbursed.

Section 13.2 Delegates and Alternates

- a) nomination and election of delegates and alternates to the Biennial WFRW Convention shall be done by the voting membership. This event (for the purpose of the election of WFRW Officers) takes place in the fall of even numbered years;
- b) alternates must meet the same eligibility standards as the delegates. Delegates must be an active member of SSRW in good standing for 60 days prior to the Convention. One alternate will be elected for each delegate. They will be elected in priority order and promoted to delegate status (if needed) in the same order as elected. All delegates and alternates must conform to the rules of the State Convention;
- c) the President may appoint substitutes for any delegates or alternates who are unable or unwilling to attend the convention, except that alternates will be promoted to delegate (in priority order) before any other substitute is appointed. There shall be no alternates selected for the President;
- d) delegate representation from SSRW voting body shall be:
 - 1. one delegate and alternate for the first 10 members;
 - 2. one additional delegate for each twenty-five voting members in the club, or the larger fraction thereof. Associate members cannot be counted for the purpose of determining the number of delegates or alternates to the WFRW Regional Meetings or Conventions.

ARTICLE XIV NFRW Biennial Convention

- a) the Club shall have been in good standing for at least six months prior to the NFRW Convention to be eligible for representation. The Club shall have paid the previous year's dues and service charge and maintained its current dues and service charge to be in good standing and eligible for representation at the convention;
- b) the Club is entitled to elect one delegate and one alternate to the NFRW Biennial Convention from among the primary membership at a regular meeting in odd-numbered years prior to the June 5 WFRW membership reporting deadline. The Club President is an automatic delegate to the NFRW Biennial Convention. The President, with the approval of the Executive Board, may appoint a substitute for any delegate or alternate who is unable to attend, except that the alternate shall be promoted to delegate before any other substitute is appointed;
- c) the Club President shall send the names, addresses, zip codes, phone/fax numbers, and e-mail addresses of the delegate and alternate 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 WFRW and NFRW Presidents for their approval and must be postmarked no later than ten days prior to the convention.

ARTICLE XV Parliamentary Authority

The rules contained in Robert's Rules of Order Newly Revised current edition, shall govern in all cases to which they are applicable, and in which they are not inconsistent with these bylaws, or those of the WFRW, and the NFRW, and any special rules of order the club may adopt.

ARTICLE XVI Revision/Amendment of Bylaws

Section 16.1 Proposed amendments of these bylaws shall be submitted in writing to the Executive Board for approval.

Section 16.2 Proposed amendment (s) may be read at the previous General meeting or sent electronically to all primary members prior to the special meeting, called for that purpose or the next General meeting. Amending the SSRW bylaws shall be by vote of two thirds majority of active primary members, in good standing, present at any General or special meeting called for that purpose.

Section 16.3 These bylaws shall be automatically amended to conform to any changes in the bylaws of the WFRW and the NFRW. The amended bylaws shall be in effect upon adoption.

Section 16.4 It is recommended that a committee of three review these bylaws every three years. They will make necessary recommendations to the Executive Board. A Parliamentarian, if available, is recommended to be on this committee as an advisor.

ARTICLE XVII Dissolution

Upon dissolution of this organization, all property shall be liquidated and all obligations shall be paid. The remaining funds will be forfeited to the Washington Federation of Republican Women, where it will remain in escrow for a period of two years. None of the remaining funds shall be to the benefit of any member. The organization charter # 60005210 and name, Silverdale Seabeck Republican Women, shall be returned to the National Federation of Republican Women.

ARTICLE XVII Amendments

Amendment, September 8, 2022

Amendment, September 28, 2020

Amendment, June 26, 2017

Bylaws Adopted, November 8, 2010