

# **PALO VERDE REPUBLICAN WOMEN BYLAWS**

## **ARTICLE I - NAME**

The name of this organization shall be PALO VERDE REPUBLICAN WOMEN.

## **ARTICLE II - OBJECTIVES**

The objectives of this organization (hereinafter called Club), as adapted from the Bylaws of the National Federation of Republican Women, shall be:

### **Section 1**

- a. Sow the seeds of true Republicanism firmly in the minds of an informed electorate through political education.  
Foster loyalty to the Republican Party and promote its ideals.
- b. Increase the effectiveness of women in the cause of good government through active political participation.
- c. Work for the election of the Republican Party's candidates.
- d. Facilitate cooperation among women's Republican clubs.

### **Section 2**

It shall be the policy of this Club to refrain from supporting any individual candidate in a primary election in the name of the Club.

## **ARTICLE III - MEMBERSHIP**

### **Section 1**

Regular membership in this Club shall be open to any Republican woman registered in the State of Arizona upon complying with the following:

- a. She shall have signed and returned this Club's membership application.
- b. She shall have paid her annual dues.

### **Section 2**

Associate membership shall be limited to any Republican woman who is registered in another state or is an active member of any AZFRW club or any man who wishes to support this Club upon complying with Section 1, a. and b.

### **Section 3**

Associate members shall:

- a. Be non-voting members.
- b. Not hold elective office or be appointed committee chairmen.
- c. Not be included in the delegate count for AZFRW or NFRW conventions.
- d. Be designated as "Palo Verde Pachyderms" if male members

### **Section 4**

Honorary Associate membership shall be extended to the Regional Director and Club Presidents of an AZFRW region to which the Club belongs. No dues shall be charged for Honorary Associate Members.

### **Section 5**

Any action undermining the aims and objectives of this Club or the Republican Party will be cause for termination of membership through action by the Executive Committee.

## **ARTICLE IV - DUES**

### **Section 1**

Annual dues as set by the Board of Directors and approved by a majority of the members present shall be due and payable on January 1st. Members who have not paid their dues by March 1st will not be included in the club roster and handbook.

### **Section 2**

The per capita dues for State and National Federation of Republican Women are included in the dues for regular members only and are payable to the AZFRW Treasurer quarterly. No per capita dues shall be paid to State or National for associates.

### **Section 3**

The fiscal year of this Club shall be from January 1st to December 31st.

### **Section 4**

A complete roster and handbook, including Bylaws and Standing Rules, shall be compiled as soon as possible after March 1st. Each paid member shall receive one complimentary copy per household. Additional copies may be purchased for a fee.

## **ARTICLE V - OFFICERS & DUTIES**

### **Section 1**

The Elected Officers of this Club shall be six (6) in number: President, First Vice President, Second Vice President, Secretary, Treasurer and Assistant Treasurer.

### **Section 2**

Term: the officers shall be elected for a term of two years, commencing January 1<sup>st</sup> and continuing through December 31<sup>st</sup> of the second year. No officer shall succeed herself more than once without the approval of the Board of Directors.

### **Section 3**

The Duties of the President shall be as follows:

- a. Preside at all meetings of this Club, the Board of Directors and the Executive Committee and generally supervise and help coordinate the work of the entire Club.
- b. Appoint a Parliamentarian and a Chaplain.
- c. Appoint chairmen of all standing and special committees, with the exception of a nominating committee.
- d. Be an ex-officio member without vote of all committees, except the President shall not appoint or be a member of the Nominating Committee.
- e. Represent the Club at all times; attend, and be a voting member at AZFRW Board meetings and biennial conventions of the State and National Federations of Republican Women. If the President shall be unable to attend a meeting, the elected officers, in the order as listed in Article V Section 1, may represent her.
- f. Call a special meeting of the Executive Committee, Board or membership in accordance with ARTICLE VI, Section 4.
- g. Be a signatory on the club's financial accounts.
- h. Take a vote of the Executive Committee in person, by telephone or e-mail and/or any regular or special meeting including any action without a meeting.

### **Section 4**

The Duties of the Vice Presidents shall be:

- a. In their order, to perform the duties of the President in her absence, or upon her resignation.

- b. The First Vice President to act as chairman of the Program Committee.
- c. Be a signatory on the club's financial accounts
- d. The Second Vice President shall act as Chairman of the Membership Committee and be responsible for the collection of annual dues, reminder notices, and the printing of the annual roster and handbook.
- e. Perform such other duties as may be assigned to them by the President.

## **Section 5**

The Duties of the Secretary shall be:

- a. Keep the minutes of all General meetings, and meetings of the Executive Committee and Board.
- b. Be responsible for all correspondence.
- c. Provide copies of the minutes of all meetings within 10 days following such meetings to the Executive Committee.
- d. Perform such other duties as may be assigned to her by the President.

## **Section 6**

The Duties of the Treasurer shall be:

- a. Act as custodian of all funds of this Club, to collect all funds and deposit them in a bank approved by the Executive Committee.
- b. Pay all bills as are incorporated in the approved budget. Unbudgeted expenditures shall be submitted to the Treasurer for her monthly report for approval or disapproval by the Board of Directors.
- c. Make written reports of receipts and disbursements for all meetings, copies of which shall be given to the Board of Directors.
- d. Submit all records at the December Board meeting to a Financial Review Committee appointed by the President.
- e. Send quarterly reports of membership together with per capita dues to the AZFRW Treasurer by dates determined by AZFRW and NFRW, prior to the AZFRW or NFRW Conventions, to send these lists and dues within the deadline specified by notice.
- f. Send the NFRW service charge and the dues to the AZFRW Treasurer with a list of the name, address and zip code of each regular member.
- g. File a financial statement, if required, by April 1st each year with the Office of the Secretary of State.
- h. A signatory on the club's financial accounts

## **Section 7**

The Duties of the Assistant Treasurer shall be:

- a. Be a signatory on the club's financial accounts
- b. Perform such other duties as may be required by the Treasurer
- c. Serve as the Reservation Chairman for meetings.

## **Section 8**

Officers may be appointed as Chairmen of Committees.

## **Section 9**

All officers shall turn over all records, files, and properties of this Club to the succeeding officers at the January transition meeting.

## **ARTICLE VI - MEETINGS**

### **Section 1**

General meetings shall be held monthly at a schedule to be determined by the Board of Directors

### **Section 2**

The Annual business meeting to elect officers and present reports shall be in November. The budget and plans for the year shall be approved by the membership at a General business meeting to be held in January,

### **Section 3**

Regular Board meetings shall be held monthly, June and July excepted, unless otherwise ordered by the Executive committee.

### **Section 4**

Special Meetings:

- a. The President may call a special meeting of the Executive Committee, the Board or the membership.
- b. Business conducted at any special Executive Committee meeting must be reported to the Board.
- c. Special meetings of the Board of Directors may be called upon

- request of five (5) members of the Board.
- d. Only business so stated in the call for any special meeting can be discussed.
- e. Special meetings of the membership shall be held upon request to the President by one-fourth of the voting membership.
- f. Only business so stated in the call for any special meeting can be discussed.

## **ARTICLE VII - EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS**

### **Section 1**

Executive Committee:

The Executive Committee shall consist of the elected officers, a Parliamentarian and a Chaplain. The Parliamentarian and the Chaplain shall sit with this Committee and the Board without a vote. In the event of a tie the Parliamentarian may be requested by the Chairman to vote.

### **Section 2**

The Duties of the Executive Committee shall be to:

- a. Approve by majority vote the appointments by the President of chairmen of all standing and special committees.
- b. Approve the bank to be used by this Club.
- c. Approve routine disbursement of funds approved by the membership in the budget.
- d. Recommend to the Board authorization of such expenses for the President, or her representative, to be paid by the Club.
- e. Review membership applications should there be questions.
- f. Prepare a budget for submittal to the Board prior to the first general meeting in January. This committee will include the past President and Treasurer.
- g. Assume the responsibility of insuring that expenditures fall within the approved budget. A contingency fund shall be included in the budget to be approved by the Board and membership. The Executive Committee shall draw from this fund and the Treasurer shall report to the membership the specific use of such funds at the next meeting. The Board shall have the Power to amend the budget as needed.

### **Section 3**

Quorum:

Four (4) voting members shall constitute a quorum of this Committee.

### **Section 4**

Board of Directors:

The Board shall consist of all members of the Executive Committee and the chairmen of all standing committees.

### **Section 5**

The duties of the Board of Directors shall be to:

- a. Transact all necessary business between meetings;
- b. Act on recommendations of the Executive Committee.
- c. Plan a yearly program of action for the membership.
- d. Approve the annual budget submitted by the Executive Committee.
- e. Call for a vote and approval of the Budget by the membership at the January meeting
- f. Make recommendations as to policies of this Club.
- g. Elect a Nominating Committee of seven (7) persons at the April Board meeting. The committee shall include five (5) members of the Nominating Committee plus two (2) alternates.

### **Section 6**

Quorum:

A quorum for a meeting of the Board shall be a majority of the voting members of the Board.

### **Section 7**

Vacancies: Executive Committee.

In the event of a vacancy in the Presidency, the First Vice President shall become the President for the unexpired term. Such other vacancies occurring in the Executive Committee between elections shall be filled by appointments of the Board. In filling a vacancy, the officer who has served more than half a term is considered to have served a full term.

### **Section 8**

Vacancies: Board of Directors.

Unexpired terms of committee chairmen shall be appointed by the President with the approval of a majority of the Executive Committee. In the event a new President must fill the unexpired term of the President, she may replace a

chairman of any committee with the approval of a majority of the Executive Committee.

## **ARTICLE VIII - COMMITTEES**

### **Section 1**

- a. Standing Committees shall be allowed one vote and shall consist of the following:

*Americanism	*Legislation
*Arrangements/Hospitality Awards	*Membership
*Budget	*Newsletter
*Bylaws	*Political Education
*Campaign	*Program
Chaplain	*Publicity
Communications	*Youth Scholarship
Community Service	Laura Bush Project
Fundraising	

- b. The Committees required by AZFRW as voting members of the Board of Directors are noted by an asterisk (\*) and shall vote.
- c. The President shall have the authority to create additional committees as needed and to determine the status of each, if any, as a voting member of the Board of Directors.

### **Section 2**

Committee chairmen shall be prepared to report to the membership at General meetings if requested to do so by the President.

### **Section 3**

All chairmen will maintain a notebook provided by the Club with all material pertaining to their particular committee therein, including any material from NFRW/AZFRW, said material to be given to each new chairman at the end of each chairman's term.

### **Section 4**



The term of office for the committee chairmen shall be one year.

### **Section 5**

The duties of the above committees shall include those duties set forth by the State and National Federations and those as outlined in the procedures Handbook adopted by the membership.

## **ARTICLE IX - NOMINATIONS AND ELECTIONS**

### **Section 1**

Nominations:

- a. From seven (7) nominees, a Nominating Committee of three (3) persons plus two (2) alternates shall be elected by ballot at the April Board meeting. The Nominating Committee shall elect a Chairman. At the November Meeting, the Chairman of the Nominating committee shall present a slate of candidates for the following six (6) offices: President, First Vice President, Second Vice President, Secretary, Treasurer and Assistant Treasurer.
- b. The Nominating Chairman shall call for a vote.
- c. Prior to the November Meeting the Nominating Committee will submit the name of one nominee for each office; the names of the nominees shall be to be sent to all members in a report published in the November Newsletter. No one shall be nominated who has not given consent to serve.
- d. Vacancies on the Nominating Committee shall be filled by the Executive Committee.
- e. No Member of the Nominating Committee shall not serve two consecutive terms.

### **Section 2**

Elections of Officers:

If more than one candidate shall run for any office the candidate with the greatest number of votes shall be elected. Elections shall be by ballot and a majority of all votes cast shall elect. Where there is only one (1) candidate for an office, election shall be by voice.

### **Section 3**

No member may vote unless she has been a member for thirty (30) days and her dues are current.

#### **Section 4**

Elections shall be held at the General November meeting; installation of new officers shall take place at the December meeting.

#### **Section 5**

The Nominating Committee shall provide all election materials and shall act as tellers for the elections.

#### **Section 6**

Delegates:

The President is a voting delegate to State Federation Board Meetings and State and National Federation Conventions. Other official and voting delegates shall be selected by the Board, by ballot, and the slate presented to the membership at the May meeting, at which time nominations from the floor shall be allowed. If there are no nominations from the floor, the Secretary shall be instructed by the President to cast a unanimous vote in favor of the slate. If there are nominations from the floor, voting shall be by ballot and shall be tabulated by the Nominating committee. All nominations shall be listed on a single ballot and members shall vote for the specified number of delegates. A plurality shall elect. The President, or her representative, is the Club's official voting delegate on the AZFRW Board but additional members may be selected for chairmanships by the AZFRW President and they shall have a vote.

#### **Section 7**

The Executive Committee shall approve a budget for the President's expenses to attend convention meetings which shall include the following:

- a. Commercial transportation to convention location at coach rate or auto mileage reimbursement at a per mile rate determined by the Board.
- b. Registration fees including meals at convention sessions.
- c. Two nights lodging at single room rate.
- d. Other miscellaneous expenses that may be required consistent with her duties.
- e. Above also applies to the President (or her alternate) for the National Federation Convention.

## **ARTICLE X - QUORUM**

### **Section 1**

A quorum (that number necessary to transact business) for a General meeting of this Club shall be one-fourth of the current membership.

### **Section 2**

Four (4) voting members shall constitute a quorum of the Executive Committee.

### **Section 3**

A quorum for a meeting of the Board of Directors shall be a majority of the voting members of the Board.

## **ARTICLE XI- DISSOLUTION**

In the event of dissolution of this club, all of its assets remaining after payment of all expenses of such dissolution shall be distributed to the Arizona Federation of Republican Women. None of the assets shall be distributed to any individual member or officer of Palo Verde Republican Women.

## **ARTICLE XII- PARLIAMENTARY AUTHORITY**

Robert's Rules of Order Newly Revised shall govern all proceedings except where inconsistent with the Bylaws of this Club.

## **ARTICLE XII- AMENDMENTS**

These Bylaws may be amended by a two-thirds (2/3) vote of voting members present at any General meeting of this Club or a special meeting called for that purpose, provided notice of the proposed amendment has been given in writing to all members at least thirty (30) days prior to the meeting.

**Revised 10/21/87**      Amended 5/19/99  
Amended 2/19/92      Amended 4/18/01

Amended 9/16/92      Amended 2/20/02  
Amended 10/19/94    Amended 11/17/04  
**Revised 10/16/96**    Amended 01/17/07  
Amended 11/17/98    Amended 01/15/08  
**Revised 3/ 21/ 2012**

## **STANDING RULES**

### **1. ROSTER**

The Roster is the sole property of Palo Verde Republican Women and may not be used for any other purpose.

### **2. DUES**

Regular membership dues shall be \$25.00 annually. Associate membership dues shall be \$20.00 annually. New members paying for the first time after July 1st of any year shall pay only \$15 which shall cover the balance of the year. Annual dues notices shall be sent on October 15th and reminder notices on December 1st. Dues will become delinquent on the last day of February.

### **3. MEETINGS**

General Meetings shall be held each month on the third Wednesday of each month, July and August excepted; the Social Period shall be 11:00 A.M.; the Meeting shall begin at 11:30 A.M. Board Meetings shall be held each month as needed at a schedule determined by the President.

### **4. MEETING EXPENSES**

- a. The President or the authorized member attending the AFRW quarterly and/or NFRW regional meetings not held in conjunction with the Biennial Convention shall be reimbursed for lodging, meals, and transportation. No reimbursement shall be made for optional AFRW fundraising events.
- b. PVRW shall pay the registration fees and luncheon charges for members attending the AZFRW Quarterly Meetings.
- c. The policy for Reservations for Luncheons at a general meeting shall be:
  - a. Reservations are required for PVRW luncheons. The luncheon is on the third Wednesday of months September through June, excluding December. The cost is \$25 per person.
  - b. The deadline for reservations and cancellations is 8:00 AM Monday before the Wednesday luncheon. A reservation made is a reservation paid!
  - c. All cancellations made after 8:00 AM the Monday prior to the meeting requires payment of the \$25 luncheon cost. Reservations made and not cancelled also require the \$25 luncheon payment.

- d. All reservations made after 8:00 AM Monday (the deadline) will be charged \$30 per person. Members and non-members who attend the luncheon without reservations will be charged \$30 per person.
- e. A member who makes one or more reservations after the deadline but who fails to attend shall be required to pay \$30 per lunch.
- f. PVRW encourages inviting guests. The member inviting guest(s) is responsible for their guest's payment unless the guest makes their own reservation with the Reservation Chairperson.
- g. Members are responsible for making invited guests aware of the luncheon policy.
- h. Making reservations by email is preferred. Each emailed reservation will receive an emailed confirmation. Confirmations will provide a record for all parties concerned.
- i. For those who do not have email, members or guests must call the Reservation Chair Person to make their reservation, provide contact information and get verbal confirmation

#### **5. DEATH OF A REGULAR MEMBER**

In the case of a death of a regular member of the Club, a \$25.00 contribution will be made to the AZFRW Peggy Goldwater Memorial Scholarship Fund in her memory.

#### **6. REVIEW OF TREASURER'S RECORDS**

Upon receipt of the bank statement in December, PVRW Treasurer shall finalize the year-end financial report and submit all records to the Review Committee within the first week of January. The Review Committee shall report to the Executive Board and the general membership.

#### **7. INSTALLATION OF OFFICERS**

The outgoing President shall be, or may appoint, the installing officer to administer the oath of office at the December meeting.

#### **8. SUPPORT OF REPUBLICAN CANDIDATES**

No material or petitions, except for Party and Candidate literature, shall be distributed at a PVRW meeting without prior approval of the Executive Board.

It is not the policy of this organization to conduct fundraising activities for candidates. Members may participate in fundraising activities on an individual basis.

#### **9. ANNOUNCEMENTS**

A person wishing to address a meeting shall notify the President in advance for appropriate incorporation in the agenda.

#### **10. COMMUNICATIONS POLICY**

It is the policy of PVRW to provide timely and useful information to its membership.

- A. E-mail messages shall be delivered by the President or a specific person appointed by the President to communicate with the membership. Such information may be delivered by phone, USPS, a private message carrier or via e-mail. E-mail communications sent to the PVRW membership may include:
  - a. Information about GOP candidates, policies, initiatives, etc., on national, state and local levels;
  - b. AZFRW and NFRW announcements;
  - c. PVRW notices of meetings, events and other relevant club issues;
  - d. Alerts about a hospitalization, serious illness or death of a member, associate member or spouse.
  - e. Other information that may come to the attention of the President that she shall deem to be relevant for distribution to the membership.
  
- B. The policy for the distribution of information to the Membership shall be as follows:
  - a. No member may solicit the membership or any subgroup of members for any matter not directly pertaining to the business of the Club.
  - b. No member may broadcast an email message to the membership without the approval of the President.
  - c. A member wishing to broadcast a message of any type must first submit their request in writing to the President for approval. Once approved, the President will make every effort to cause the information to be delivered on a timely basis.
  - d. The President shall have the option to deliver said information by the delivery format she shall determine to be most appropriate for the specific communication

## **10. AMENDING STANDING RULES**

These standing rules may be changed by a majority vote of those attending any general meeting. No standing rules should be adopted that conflict with PVRW's BYLAWS.