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(*Logo to be changed to Club logo)*

***SEE LAST PAGES FOR INSTRUCTIONS AND NOTES!!***

 **AzFRW CLUB BYLAWS TEMPLATE**

***Template Note:*** *A Board of Directors is not needed or recommended for smaller Clubs.*

*\_\_\_\_\_\_\_\_\_\_\_\_\_* **REPUBLICAN WOMEN**

**ARTICLE I ─ NAME**

**Section 1.** The name of this Club shall be the \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Republican Women‘s Club, hereinafter referred to as “Club”.

**ARTICLE II ─ OBJECT**

*(Information below is from the NFRW bylaws. Clubs may somewhat individualize objectives*

*as long as they are consistent in purpose with the NFRW and AZFRW bylaws)*

The object of this Club shall be to:

1. Increase the effectiveness of Republican women in the cause of good government;
2. Promote the principles of the Republican Party;
3. Work for the election of Republican candidates in all elections;
4. Foster loyalty to the Republican party at all levels of government;
5. Inform the public through political education and activity;
6. Support the objectives and policies of the Republican National Committee; and
7. Disseminate information to all members.

**ARTICLE III ─ MEMBERSHIP**

**Section 1.** **ACTIVE MEMBERSHIP** *(language comes from AzFRW Bylaws)*

 A. Any Republican woman who is currently registered as a Republican in the State of

 Arizona, believes in the philosophy of the Republican Party and supports the

 objectives and policies of this organization shall be eligible for membership.

 Active membership may not be held in more than one Club.

 B. An Active member in good standing shall be a member who has paid the required

 dues for the current calendar year.

**Section 2.** **ASSOCIATE MEMBERSHIP** (*language comes from AzFRW Bylaws)*

 A. Associate membership in a Club is open to Republican women who hold Active

 membership in another Arizona Federated Club, or who are registered

 Republicans in another state.

B. Associate women members cannot hold office or vote. *(AzFRW language*) They may

 serve on committees but not as Chairs. They are not counted in determining the

 number of delegates to AzFRW or NFRW meetings or conventions.

***Template note:*** *Clubs may decide to not allow Associate women members to serve on Club committees. If Club chooses NOT to allow, match up language in ART VIII-Committees, Section 1*

C. Republican men may be Associate members but cannot make motions, hold

 office, have a voice or vote, and may not serve on committees or be counted in

 determining the number of Active Club members or the number of delegates to

 NFRW or AzFRW meetings or conventions.

 D. Associate dues remain with the Club. Associate members are not reported to the

 AzFRW or NFRW.

**ARTICLE IV ─ DUES AND SERVICE CHARGES**

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

**Section 2.** Active member and Associate member dues amounts shall be determined by

 majority of the votes cast by the membership present and voting at a regular or special meeting.

**Section 3*.***  Club membership dues shall be due January 2 and shall be delinquent March 1. Club shall remit AzFRW and NFRW per capita dues to the AzFRW as required.

**Section 4*.***  Club shall remit the NFRW and AzFRW annual Club service charge fees as required by those organizations.

**ARTICLE V ─ OFFICERS AND DUTIES**

**Section 1. ELECTED OFFICERS.** The elected officers of this Club shall be a President, First Vice President, *Second Vice President, Third Vice President,* Recording Secretary and Treasurer.

**Section 2***.*  **APPOINTED OFFICERS**. The President shall appoint, with approval of the Executive Committee, the appointed officers to include *Chaplain, Corresponding Secretary, Parliamentarian and Historian****.*** *(Adjust according to your Club needs)*

**Section 3. ELIGIBILITY.** Each elected and appointedofficer shall be an Active member of the Club and in good standing.

**Section 4. VACANCY.** A vacancy in the office of President shall be filled by the First Vice President. All other vacancies in elected office shall be filled by majority of the votes cast by Executive Committee members present and voting at the first meeting following the creation of the vacancy.

**Section 5.** **TERM OF OFFICE**. Officers shall serve a term of *(one year or two years)* or until their successors are elected.Officers *may/may not* run for a second *one year/two year* consecutive term of office one time only. *(FIX grammar as needed)*

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

 A. **The President shall:**

 1.Call and preside over all general membership meetings, meetings of the Executive

 Committee;

 2. Represent the organization at all times, or designate arepresentative or proxy in

 her absence or inability to do so, including to represent Club at all AzFRW State

 Meetings and Convention;

 3. Make appointments as necessary to conduct the business of the Club, except the

 Nominating Committee, subject to the approval of the Executive Committee;

 4. Present to the Executive Committee for approval at its first meeting of the term of

 office a program of action in consultation with the Chairmen of the Standing

 Committees;

 5. Shall coordinate with Budget Committee to submit to the membership for

adoption at the first general membership meeting of the term of office an *annual/* *biennial* budget;

 6. Be an ex-officio member of all committees except the Financial Review and

 Nominating Committees;

 7. Shall be required to approve all materials prior to being printed by an elected

 or appointed officer, a Standing or Special Committee or distributed in the

 Club’s name; *(This duty is also mentioned in Committees, ART VIII, Sect 2)*

 8. Shall be a signatory to all Club financial accounts;

***Template Note:*** *Important that President and Treasurer are both on signature card at the bank for all accounts to preserve access to Club funds in case of the demise of a member…check with your banks as to their requirements for officers and signature cards.*

 9. Appoint the Financial Review Committee in November, with the exception

 of when a change of Treasurer has occurred, at which time a complete

 review will be done;

 10. Accept the written resignation of any member wanting to resign an elected

 or appointed position, chairmanship, or Club membership;

***Template Note:*** *Clubs may grant this #10 acceptance authority to Exec Committee instead of the President* ***however,*** *according to Robert’s Rules once a resignation is accepted by a vote (ie: Exec Comm) that decision cannot be rescinded even if the person who resigned decides to change her mind!*

 B. **The First Vice President shall:**

 1. Perform the duties of the President in her absence;

 2. Fill the unexpired term in the event of a vacancy in the Office of President;

 3. Perform such other duties as are assigned by the President, the Executive

 Committee, or the membership; and

 4. Serve as Program Chair.

 C. **The Second Vice President shall:** *(DELETE if Club does not have a 2rd VP)*

 1. Perform the duties of the President in the absence of both the President and

 the First Vice President;

 2. Perform other duties as assigned by the President, the Executive Committee, the

 or the membership;

 3. Serve as Membership Chair, and

 4. Maintain a current roster of members of the Club.

 D. **The Third Vice President shall:** *(DELETE if Club does not have a 3rd VP)*

 1. Perform the duties of the President in the absence of the President, the First

Vice President and Second Vice President;

 2. Perform other duties as assigned by the President, the Executive Committee

or the membership; and

 3. Serve as Ways & Means Chair.

E. **The Recording Secretary shall:**

 1. Keep the minutes of all meetings of the Club, Executive Committee and

 providing a copy of each record to the President not later than fifteen (15)

 days after each meeting;

 2. Keep a current inventory of Club property;

 3. Maintain all Club records; and

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

 Committee, or the membership.

F. **The Treasurer shall:**

 1. Be custodian of all Club funds, depositing them in a timely manner into

 financial institutions approved by the Executive Committee;

 2. Shall be a signatory to all Club financial accounts;

***Template note:*** *Again, President and Treasurer should both be on all bank signatory cards. Two signatures co-signing checks is not modern business practice but verify with your financial institution about what happens if there is a demise? Banks may have a specific requirement for other elected officers such as the Secretary to also be on the bank signature card.*

 3. Disburse funds as directed by the Executive Committee;

 4. Prepare and submit written financial report(s) at each regular Club and

 Executive Committee meeting;

 5. Submit per capita dues, annual NFRW and AzFRW Club service fees, and

 reports as required to the AzFRW in accordance with deadline dates set by

 the AzFRW and NFRW;

 6. Submit complete financial records to the Financial Review Committee for the

 annual review.

 7. Perform other duties as assigned by the President, the Executive Committee,

 or the membership; and

 8. Comply with all IRS and State reporting requirements.

 G. **The Parliamentarian shall:**

 1. Advise the officers, committees and members on matters of parliamentary

 procedure;

 2. Assist with questions in interpreting the Club bylaws and rules;

 3. Assist in the planning of business to be introduced and conducted; and

 4. Advise the Bylaws, Credentials, Elections, Nominating, Program, Resolutions

 and Rules Committees;

 5. If an Active Club member in good standing, be entitled to exercise the

 membership privilege of a ballot vote.

 H**.****The Chaplain shall :** *(DELETE if Club does not have)*

 1. Offer invocations, blessings, prayers and benedictions when called upon to

do so; and

 2. Perform such other duties as assigned by the President, the Executive

 Committee, or the membership.

 I. **The Corresponding Secretary shall:** (*DELETE if Club does not have)*

 1.Conduct the correspondence of the Club under the supervision of the

 President;

 2. Preserve in a permanent file all letters and papers of value to the Club; and

 3. Perform such other duties as assigned by the President, the Executive

 Committee, or the membership.

J. **The Historian shall:** (*DELETE if Club does have)*

 1. Create and maintain a historical record of the Club during the President’s

 term of office;

 2. Perform other duties as assigned by the President, the Executive

 Committee, or the membership.

**Section 7. RECORDS.** All officers and all committee chairmen shall deliver all records, files, and properties of the Club to their successors upon retiring from office, unless otherwise directed by the President or the Executive Committee.

**ARTICLE VI ─ MEETINGS**

**Section 1.** **CLUB MEETINGS**.

 A. **REGULAR MEETINGS**. A minimum of six (6) regular Club meetings shall be held

 during the year. These meetings shall be held as determined by the Executive

 Committee. Notice of a regular Club meeting shall be sent to all Active Club

 Members in good standing at least fourteen (14) days prior to the meeting.

 B. **SPECIAL MEETINGS.** Special meetings of the Club shall be called by the President

 upon the written request of three (3) members of the Executive Committee or by

 \_\_\_\_% of the voting members of the Club. The purpose of the meeting shall be

 stated in the call, with no other business to be transacted at the meeting. Notice

 of a Special Club Meeting shall be sent to all Active Club members in good standing

 at least seven (7) days prior to the meeting.

 C.  **ANNUAL MEETING**. The *October/November* Meeting of the Club will be

 designated as the Annual Meeting at which time elections will be held as well as

 receiving reports from officers and for any other business necessary.

***Template Note:*** *Club Annual Meetings are usually held in the fall to coincide with Club elections. Select either October or November depending upon your elections.*

 D**. QUORUM.** A quorum for a regular or special Club meeting shall be **25 %** of the

 Active members.

 **Section 2. Executive Committee Meetings.**

A. **REGULAR MEETING**. Regular Meetings of the Executive Committee shall be called

 by the President. Notice of a regular Executive Committee meeting shall be sent to

 all members at least seven (7) days prior to the meeting

B. **SPECIAL MEETING.** Special meetings of the Executive Committee shall be called by

 the President, or upon receipt of the written request of three (3) members of the

 Executive Committee. Notice shall be distributed to all members of the

 Executive Committee stating the purpose of the special meeting at least five (5)

 days prior to the meeting. No other business shall be conducted at that meeting.

C. **QUORUM.** A quorum of any Executive Committee meeting shall be ­­­­­­­­­­­­­­­­­a majority

 of the voting members present.

D**.** A meeting of the Executive Committee may be conducted in person, by

 telephone or other electronic means. If conducted by telephone or electronically,

 any business conducted must be ratified and entered into the Minutes at the

 body’s next regular meeting.

**Section 3.** **VOTING.** For all meetings, only Active members of the Club in good standing shall have a voice and a vote. A vote of the Club or Executive Committee may be conducted by mail or telephone conference call or electronic means between meetings provided there is a quorum participating. The vote shall be ratified and entered into the minutes at the body’s next regular meeting.

**Section 4. NOTICE.** Notice of all meetings may be mailed or sent electronically.

**Section 5. RECORDING.** Unless permitted by the Executive Committee, recording of any portion of any meeting is prohibited, with the exception that the Secretary of the Club shall be allowed to electronically record the proceedings of any meeting with the approval of the Executive Committee.

**ARTICLE VII ─ EXECUTIVE COMMITTEE**

*TEMPLATE NOTE: Neither Standing nor Special Committee Chairmen are voting members of the Executive Committee. They may be invited by the President to attend Exec Comm meetings at which one of their programs or responsibilities will be discussed but do not have a vote.*

**Section 1. COMPOSITION.**

 A. The voting members of the Executive Committee are:

 1. The Elected Officers; and

 2. The Immediate Past President.

 B. The non-voting members of the Executive Committee are:

 1. The Parliamentarian;

 2. The Corresponding Secretary.

 3. Standing Committee Chairs **OPTIONAL!** *ONLY if club truly wants to do*

 *so! If so, Standings are NON voting members although they do have*

 *a voice. Recommend its best to keep it simple and not have them on*

 *Exec Comm. Instead, President may invite a Standing Chair to
 attend as needed to present etc.*

**Section 2.**  **DUTIES OF THE EXECUTIVE COMMITTEE.**

A. Transact any necessary business between meetings of the Club;

 B. Approve President’s appointment of the Appointed Officers and Committee

 Chairs and members;

C. Approve the President’s appointment of special committee(s); D. Approve disbursement of funds;

E. Approve annual budget prior to the first general membership meeting of

 the term of office and forward it to membership for adoption; F. Approve financial institutions in which Club funds are held; G. Set date for Financial Review Committee’s financial review of the Club accounts

 or upon any change of Treasurer.

H. Adopt Standing Rules by majority of votes cast by voting Executive Committee

 members present and voting;

 I. Review, edit, or amend all proposed bylaw amendments and recommend each for

 adoption or rejection to the membership;

J. Remove for cause, by a 2/3 vote of votes cast by voting members of the Executive

 Committee present and voting, elected or appointed officers, committee chairmen

 or Club members after investigation by the Executive Committee shows any of the

 following:

 1. Non-payment of dues;

 2. Advocating for an opposition party candidate;

 3. Violation of the Club’s standing rules, adopted policies or bylaws; or

 4. Failure to satisfactorily perform the duties of office or committee

 Chairmanship.

**Section 3. EXECUTIVE COMMITTEE MEETINGS.** The Executive Committee shall meet as determined by the President or the Executive Committee.

**ARTICLE VIII ─ COMMITTEES**

**Section 1.** All committee chairmen shall be Active Club members in good standing.Other than Nominating Committee and Bylaws Committee,Associate women members may serve on committees.

***Template note:*** *Unless Club opted that Associates could NOT serve as committee members per ART III, Section 2, in which case adjust the wording so both sections match up. (Men Associates never serve on committees)*

**Section 2.** The President shall grant prior approval before any committee materials are printed and/or distributed.

**Section 3**.

 A. Standing Committee Chairmen and members shall be appointed by the President

 with the approval of the Executive Committee for a term to coincide with that of

 those same elected officers.

 B. Special Committee Chairmen and members shall be appointed by the President

 with approval by the Executive Committee.

**Section 4. THE STANDING COMMITTEES shall be:**

|  |  |
| --- | --- |
| Awards | Membership |
| Budget | Nominating |
| Bylaws | Programs |
| Campaign Activities | Ways and Means |
| Communications |  |

***Template Note:*** *A new Club doesn’t need ALL, but think thru what you DO need? Standings have a job responsibility for the whole term and if listed, should be appointed; Special Committees have a shorter term one purpose function.*

***Alphabetize your committee list once established.***

**Section 5. DUTIES OF STANDING COMMITTEES**

***Template Note:*** *Add or delete duties below as per what new Club is starting out with. Bylaws language defining* “*Duties” does not appropriately contain phrases such as “works with …” A duty is either placed with an officer/chairman or is not placed within the responsibility of that officer/chairman.*

A. **Awards:**

1. Shall coordinate with AzFRW Awards Chair and Club President to schedule

 Club events and programs to garner maximum awards points towards club

 recognition for the AzFRW and NFRW Achievement Awards;

 2. Assist the President as needed to timely submit AzFRW and NFRW Club

 Achievement Awards forms

B. **Budget** (*could also be a Special committee vs Standing)*

1. Shall, working in conjunction with the President, Treasurer and Standing

 Committee Chairs, generate a budget for the term of office.

2. Submit to the membership for adoption at the first general membership

 meeting of the term of office an *annual/biennial* budget.

3. Shall monitor income and expenses during the year for compliance, make

 recommendations for future budget planning.

C.  **Bylaws**

 1. Conduct a biennial review of the Club bylaws;

 2. Bylaws Committee shall request and receive proposed amendments to the

 bylaws from Active Club members and shall be authorized to accept, edit or

 reject them;

 3. Submit proposed amendments to the bylaws to the Executive Committee

 with recommendation for or against adoption;

 4. Submit to AzFRW Bylaws Committee a complete set of Club bylaws for

 Review and approval with later amended or revised bylaws transmitted to

 the AzFRW Bylaws Committee before the end of the term.

 D. **Campaign Activities** 1.Shall coordinate with various candidate needs for volunteers and make said

 needs known to Club members.

2. Shall encourage members to track their volunteer hours and collect same for

 timely submission of Club Campaign Activities Awards form.

 E. **Communications**

 1. Shall assist the President with newsletter and other member

 communications.

 2. Shall assist the President with obtaining media coverage for Club events.

 F. **Membership** *(2nd VP generally Chairs if the Club has a 2nd VP)*

1*.*  Shall maintain a complete, up to date membership roster.

2. Shall assist at meetings by greeting, welcoming and recruiting new

 members.

3. Shall prepare a welcome new member packet.

4. Shall reach out to former members who have not renewed their dues.

 G. **Nominating** (see ART IX-Nominations & Elections)

 H. **Programs** *(1st VP usually Chairs Programs)* 1. Schedule programs of political interest that will attract members

2. Coordinate the programs in conjunction with AzFRW & NFRW Awards forms

 to maximize success for the Club.

 I. **Ways & Means/Fundraising** (*3rd VP usually Chairs if the Club has a 3rd VP)*

1. Shall participate in the annual budget process to prepare and implement a

 plan for raising funds in order to meet the Club’s budget; and

2. Shall notify and invite the Treasurer to all fundraising committee meetings.

3. Shall plan and carry out Club events to raise Club revenue.

**Section 6. DUTIES OF SPECIAL COMMITTEES** Special committees deemed necessary by the Club or Executive Committee shall be appointed by the President subject to approval of the Executive Committee. Special Committees may include those listed below, or more, as deemed necessary:

|  |
| --- |
| Americanism |
| Caring for America |
| Literacy |
| Scholarships |
| Special Events |

 A. **Americanism**

 1. Shall ensure the flag is properly presented at all Club meetings.

 2. Shall present and encourage patriotism by presentations, special events or

 newsletter articles.

B. **Caring for America**

 1.Shall encourage Club members to engage in charitable giving activities in

 the community and organize periodic Club projects as directed by the

 Executive Committee.

 2. Shall coordinate with and assist the President with timely submission of the

 Club Caring for America Awards forms

C. **Financial Review Committee**.

 1. A committee of three Active members shall be appointed by the President

 in November of each year whose duty it shall be to review the Club ccounts

 at the close of the fiscal year and shall report to the Executive Committee

 and to the membership at the first meeting of the following fiscal year.

 2. Neither the President nor the Treasurer may serve on the Financial Review

 Committee.

D. **Literacy.** Shall establish appropriate plans to promote reading and distribution

 of books per the NFRW Mamie Eisenhower Learning Program (MELP)or other

 areas that might meet local education needs for books.

E. **Scholarship.** Shall establish the candidate criteria and distribute information to

 appropriate local educational institutions.

**ARTICLE IX ─ NOMINATIONS AND ELECTIONS**

**Section 1.** **NOMINATING COMMITTEE**

A. A Nominating Committee of not less than three Active Club members in good standing shall be elected by plurality vote of votes cast by Club members present and voting no later than September of the Club’s election year. Immediately upon election the members of the Nominating Committee shall meet with the Parliamentarian who will instruct the Committee as to proper procedure, confidentiality and conduct and who will advise and counsel the Nominating Committee as needed. Members of the Nominating Committee shall elect a Chairman and a Vice Chairman.

B. The Nominating Committee shall report a slate of one candidate for each office at

 the Club’s Annual Meeting in *October/November* of the election year. All nominees for

 elective office shall be Active members of the Club in good standing. Nominations

from the floor shall be in order following the report of the Nominating Committee and just before the election. Candidates wishing to be nominated from the floor shall submit to the President, prior to the opening of the meeting at which election is to take place, their written consent to serve if elected.

 C. The Nominating Committee shall not submit for an office the name of any member of

 the Nominating Committee.

 D. A Nominating Committee member shall not serve consecutive terms.

**Section 2. ELECTION OF OFFICERS** Elections shall be by majority of votes cast by those voting members present and voting and shall be by ballot at the Annual Meeting in *October/November*. If there is but one nominee for any office, the election for that office may be by voice vote. No officer may simultaneously run for more than one office.

**ARTICLE X – AzFRW AND NFRWCONVENTION DELEGATES**

**Section 1. AzFRW BIENNIAL STATE CONVENTION**

A. **AzFRW BIENNIAL STATE CONVENTION DELEGATES & ALTERNATES.** Election of

 Club delegates and alternates to the AzFRW Biennial State Convention shall take

 place at a regular Club meeting before the convention and in sufficient time to

 conform with the AzFRW certification/credentials requirements.

B. **CLUB DELEGATES.** AzFRW Biennial State Convention voting body shall include

 the Presidents of each Club or her accredited alternate and possible additional

 qualified delegates from each Club as per the AzFRW Bylaws.

C. **CREDENTIALS AND ALTERNATES.** At the time of registration a member shall, if

 requested by the Credentials Committee, present photo identification. If

 needed, an alternate who is replacing a delegate shall be verified by the Club’s

 President. Only a prepaid alternate is eligible to be elevated from alternate to

 delegate status.

D. **PROXIES.** There shall be no proxy voting at theAzFRW BiennialConvention

 and each delegate shall be entitled to only one (1) vote on each question or

 election.

**Section 2. NFRW BIENNIAL CONVENTION**

A. **CONVENTION DELEGATES, DELEGATES-AT-LARGE & ALTERNATES-AT-LARGE**.

Each Club shall be entitled to one delegate and one alternate provided that the

 Club has been in good standing for at least six (6) months prior to the NFRW

 national convention.

 B. AzFRW elects NFRW Delegates-at-Large and Alternates-at-Large at the last State

 Meeting preceding the ninety (90) day deadline before the National Federation of

 Republican Women Convention. See AzFRW and NFRW Bylaws for more.

**ARTICLE XI ─ PARLIAMENTARY AUTHORITY**

The current edition of Robert’s Rules of Order, Newly Revised shall govern the Club in all instances in which they are applicable and in which they are not inconsistent with these bylaws, and any special rules the Club may adopt.

**ARTICLE XII ─ AMENDMENTS**

These bylaws may be amended by a two-thirds (2/3) vote of the ballots cast by Active Club members in good standing who are present and voting at any meeting of the Club, provided that notice of the proposed amendment(s) shall have been approved by the Executive Committee and distributed to each member thirty days prior to the date of the meeting. ***Template Note****: “at any meeting of the Club” is important as in certain circumstances, a special meeting may have to be called and bylaws may have to be amended at such a meeting so you do not want to restrict adoption of a necessary bylaw amendment to only general meetings.*

**ARTICLE XIII ─ DISSOLUTION**

This Club may be dissolved by a two-thirds vote of members present and voting at any regular or special meeting of the Club, provided that notice of the dissolution has been submitted in writing or electronically at least thirty (30) days prior and has been sent to all members of the Club. In the event of dissolution, the Executive Committee shall, after payment of all liabilities of the Club, distribute any remaining assets to the Arizona Federation of Republican Women. 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 AzFRW.

These bylaws approved and adopted by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Republican Women on this date.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Club President

[ Date] \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*Remember, Bylaws are the frame/structure of your house, strong and sturdy and not easily changed. Standing Rules are your décor where more detail can be incorporated and is more easily changed.*

***STANDING RULES SUGGESTIONS: See last page***

***TEMPLATE NOTES:***

***REMOVE all red notes and highlights:*** *They are just for your Club bylaws committee as markers for where items need to be decided and/or for informational purposes. Adjust spacing and page alignments to avoid orphan paragraphs etc.*

***BOARD OF DIRECTORS:*** *A Board of Directors is not necessary or even recommended for Clubs, particularly smaller Clubs. Clubs should function very well with an Executive Committee at the helm.*

***TERMINOLOGY:*** *Our key proper terms are* ***Executive Committee*** *(NOT Board unless you truly have a Board of Directors!),* ***Active Members*** *and* ***Associate Members****. The terms Executive Committee, Active and Associate* ***derive from our chartering entity, the NFRW*** *and should be used accordingly.*

***STANDING RULE SUGGESTIONS****…SEE LAST PAGE*

***NOW WHAT?*** *Okay, using the template, you’ve created your new Club bylaws. They are called a* ***REVISION TO THE BYLAWS*** *and you must publish them in accord with your existing bylaws. You publish* ***only the NEW document*** *with no line thru’s from the former document and again, they are called a “Revision to the Club Bylaws”.* ***Print hard copies for your meeting!***

***THE MEETING AND THE VOTE:*** *We LOVE Parliamentary procedures! They make for a smooth professional meeting where members feel thing were well run and they were heard. Club President should use the script below to run the meeting:*

 ***Questions?*** *Please call or email Bylaws Chair Mary Williams*

*Mary@Williamsgroup.net****928-830-3373 (cell)***

 ***928-227-3507 (hm)***

**SCRIPT FOR THE BYLAWS VOTE MEETING:**

*1. Before beginning the voting process, be sure to confirm/announce whether you have a quorum present!*

*2. Before beginning the meeting determine, from existing bylaws, what vote is required to pass your bylaws revision…a majority or is it 2/3? Know the number and have someone ready to count when votes are taken. Technically, per Roberts Rules of Order, Bylaws require a standing vote.*

*3. Please read thru the script completely and allow sufficient time at your meeting. Note that you are not voting on each ART as you go, only on any amendments that might pop up. After each article is discussed (and possibly amended) the entire document is then re-opened for discussion prior to the vote.*

The Bylaws Chair will open the process but then sits down and the meeting is run by the President. The Bylaws Chair does not run these motions!

**The Chairman of the Bylaws Committee says:**

Madam President, the Bylaws Committee moves adoption of the Revision of the Bylaws of the \_\_\_\_\_\_\_\_\_\_\_Republican Women’s Club sent in the Call to this Meeting and contained in the copies which have been distributed to all members in attendance.

*No second is necessary as she’s the Chair of a Standing Committee presenting a Committee recommendation…but someone always shouts out “second!”*

*Recommend you ALWAYS have copies available OR put on a powerpoint on a big screen. They never remember to bring and if asked, you need to have them available or READ every line so everyone knows what they are voting on!*

**The President then takes over and says:**

Thanks to Chair \_\_\_\_\_\_\_\_\_and her committee for all their hard work.

The question is on the adoption of the Revision of the Bylaws of the \_\_\_\_\_\_\_\_\_\_Republican Women’s Club.

Pursuant to Roberts Rules of Order, we will proceed Article by Article or

“seriatim”. Because they are brief, Articles I and II will be considered

together. Is there any discussion on Article I or II?

*If there is an Amendment to any article, it requires a second and is open to discussion/debate and each amendment is then voted on. If there is an amendment with a vote, be sure you always announce whether the amendment vote passed or failed and recommend Secretary or someone is taking detailed notes on any amendments made so they are clearly remembered and incorporated if they pass! It’s okay as President to take a moment to it write it down on your own script!*

*It’s also a good idea to work with an actual copy of the Revision document so you can refer to what people may ask about or propose….just be sure you insert this script language in your copy which comes from Roberts!*

 *If there is no discussion or changes, time to move things along…*

**When discussion on ART I and II is done, President says:**

Hearing no further discussion on Articles I or II, the next Article we will

consider is Article III. Is there discussion on Article III?

*Do this for each and every Article until all have been discussed…there are 13 ART’s in the new template.*

 **The next article we will consider is Art IV**

 **The next Article we will consider is ART V**

 **The next Article we will consider is ART VI**

 **The next Article we will consider is ART VII**

 **The next Article we will consider is ART VIII**

 **The next Article we will consider is ART IX**

 **The next Article we will consider is ART X**

 **The next Article we will consider is ART XI**

 **The next Article we will consider is ART XII**

 **The next Article we will consider is ART XIII**

**When ALL the Articles have been discussed, the President says:**

All articles having been considered, the entire revision document *(as amended if there were any amendments that passed!)* is now open to discussion and amendment.

*Members may now go back to any Article and may bring up provisions out of order.*

*Again, if there’s an amendment, it needs a second, discussion and requires a vote.*

**When discussion on the entire document is done, the President says:**

The question is on the adoption of the Revision of the \_\_\_\_\_\_\_\_\_\_Republican Women’s Club bylaws *(as amended IF there were any amendments that passed!)*

All those in favor, please rise. *(Count standing members)*

Thank you, be seated.

All those opposed, please rise. *(Count standing members)*

Thank you, be seated.

 *Important…the Chair must always announce the result!*

The “ayes” have it and the Revision of the Club Bylaws *(as amended)* is passed

 *OR*

The “no’s” have it and the Revision of the Club Bylaws is lost.

Publish your new bylaws in your directories…

 **and email a copy to AzFRW Bylaws Chair!**

**STANDING RULES: *SUGGEST YOU DO THESE AT THE NEXT MONTH’S MEETING?!***

 *(Members can only take so much bylaws and rules FUN at one time AND some*

 *items may come up during the Bylaws Revision process that you want to put in*

 *your Standings)*

***SOME SUGGESTIONS FOR CLUB STANDING RULES COULD INCLUDE:***

***Keep it simple****…we’ve seen full blown multi page installation scripts and more in Standing Rules! Instead of writing all that why not have a special event chairperson arrange the Installation event?*

*If your Club is really just wild for an endorsement policy statement you could consider putting in Standing Rules. Remember, Clubs may not be in violation of the AzFRW or NFRW bylaws and the AzFRW Bylaws currently have a statement. (Note: The AzFRW statement will probably be revised somewhat at Convention as it says “it shall be the policy…” and policy statements do not belong in Bylaws. That said, it’s there right now!)*

*Club Dues amounts for Actives, Associates?*

*Suggestion: 1) May want to add language that dues are non-refundable?*

 *2) Reservation made is a reservation paid and you will be billed if you do not show?*

*Other policy type items you don’t want falling through the cracks but that don’t belong in Bylaws such as ongoing Budget line items so they are not forgotten when a new year rolls around and a new team is working on the budget.*

*For instance, clubs should be planning to send their President to AzFRW State Meetings (she IS a voting member of the Board of Directors on your club’s behalf!) AND expected to attend. Also she’s an automatic voting Delegate to the NFRW biennial Convention where she (or her Alternate) carries your Club’s vote to NFRW for their elections, bylaws amendments and other Convention business. Many clubs also reimburse club members their registration fee to attend State Meetings or perhaps reimburse for gas? It’s about encouraging participation, future leadership training, involvement with the party, education, attending programs on issues and training and so much more. IF you don’t stipulate anywhere, things get forgotten. It’s the responsibility of each Club to ensure your President (and others?) is at the meetings and her expenses are covered if possible….otherwise it’s all out of her pocket?*

*AzFRW Convention ads….clubs usually like to buy ads in the biennial convention book to tout their club, support one of their members running for office, congratulate the outgoing leadership team etc. AzFRW does the same thing for the NFRW Convention book.*

*Club Scholarships…your own club’s, the AzFRW and NFRW’s. You also earn Awards Points for helping out the state and national programs! You can’t spend it you didn’t plan/budget for it?!*

*Other policies or procedures that your Club may want to define?*

*Trade name? If your club has registered their trade name, who will be responsible to keep current for the Club? (Trade names have a long shelf life so this is easily overlooked!)*

*We’ve just learned…Clubs should not be incorporated. We are sub-entities of the NFRW which is a Virginia Corporation. Doesn’t need to go in Standings…just an FYI for those of you reading this!*

*Speakers…another thought that doesn’t need to go in Standings but we DON’T give our microphones to non-Republicans! We are Republican political Clubs. Members joining have a right to expect Republican speakers. (Trust us, there’s national history on this!) Let’s not be targets for anyone!*

***Regarding Press/Media:*** *Regarding admission of the press: since Federation Club meetings are a private organization meeting( not public) the Club already possesses full legal authority to exclude press from any meeting. A Club cannot invite and/or admit press without the express agreement of any outside-of-the-Club-member speaker or presenter and the Club cannot permit any recording of an invited speaker or presenter without that person’s prior approval. Regarding press questions during a Club meeting … if the Club permits press to be present during a meeting, the Club may also set rules for participation of those members of the press but, again, remember that any speaker must first give permission for press presence and for any questions or participation by the press****.***

 *If Club choses to define this area, this would be a Standing Rules item, not Bylaws.*

*I hope some of these thoughts and ideas are helpful or educational. Again, please call me if you have any questions!*

*Mary Williams, AzFRW Immed. Past President*

*AzFRW 2018-2019 Bylaws Chair*

*928-830-3373*