



BYLAWS OF THE

MCLENNAN COUNTY REPUBLICAN WOMEN

ARTICLE I – NAME

The name of this Club shall be the McLennan County Republican Women, hereinafter referred to as “Club.” This Club is affiliated with the Texas Federation of Republican Women (TFRW) and with the National Federation of Republican Women (NFRW).

ARTICLE II – DEFINITION *OF WOMEN*

- A. For purposes of these bylaws, the term “women” is defined as natural born females, meaning people born with biological characteristics associated with the female sex, such as XX chromosomes.
- B. This definition and the NFRW’s understanding of women as a distinct biological category are foundational to NFRW’s political beliefs, objectives, and message. NFRW encourages women to embrace and celebrate their status as members of the female sex and discourages them from attempting to adopt an identity that conflicts with their sex. The admission of people who are not women, as these bylaws define the term, to membership in NFRW would compromise NFRW’s political beliefs, objectives, and messages, including its message that women are a distinct biological category and its objective to protect women as a distinct biological category in public policy.

ARTICLE III – OBJECTIVES

The Objectives of this Club shall be to:

- A. Increase the effectiveness of women in the cause of good government;
- B. Promote public understanding that Republican policies advance the flourishing of women in American society;
- C. Promote and advocate for women as an equal yet biologically distinct category of people with distinct experiences and insights;
- D. Foster camaraderie and community among Republican women;
- E. Disseminate information to all members;
- F. Inform the public through political education and activity;
- G. Foster loyalty to the Republican Party at all levels of government;

- H. Promote the principles of the Republican Party;
- I. Work for Republican candidates in all elections within PAC guidelines;
- J. Support the objectives and policies of the Republican Party and Republican National Committee; and,
- K. Perform any lawful activity not inconsistent with the foregoing.

ARTICLE IV — MEMBERSHIP

Section 1. PRIMARY MEMBERSHIP

- A. A Republican woman, as defined in ARTICLE II, who believes in the philosophy of the Republican Party and supports the objectives and policies of this organization shall be eligible for membership.
- B. A member in good standing shall be a member who has paid the required dues for the current calendar year and supports ARTICLES II and III of these bylaws. The dues amount for Primary members shall be stated in the Club's standing rules and amended as required.
- C. Primary members in good standing automatically become members of their State Federation and of the National Federation of Republican Women.
- D. A new member is eligible to vote when dues have been paid for 2 months and must have attended 2 meetings prior to the privilege of voting.
- E. A member must be a registered voter.

Section 2. ASSOCIATE MEMBERSHIP

- A. A Republican woman who is a Primary member of another Federated Women's Club and supports ARTICLES II and III of these bylaws is eligible to become an Associate member upon payment of required annual dues, the amount of which will be posted in this Club's standing rules.
- B. Republican men (i.e., natural born males, meaning people born with the biological characteristics associated with the male sex, such as XY chromosomes) are not eligible to be members of this federated local club. But Republican men who want to support the objectives, policies, and bylaws of this Club may be eligible to be Associates.
- C. Associate Members (women) and Associates (men) are not reported to the State Federation or NFRW; their dues remain with the Club, and Associates do not become members of the TFRW or the NFRW. Associate members (women) and Associates (men) cannot:
 - 1. hold office;
 - 2. have a voice and cannot make motions;
 - 3. serve on committees;
 - 4. be counted in totaling the club's members; and,
 - 5. be counted for the purpose of determining the number of delegates to national or state federation meetings or conventions;
- D. Associate dues remain with the Club. Associate members are not reported to the State Federation or NFRW.

Section 3. ELIGIBILITY DOES NOT ASSUME MEMBERSHIP CONFERRED

- A. Eligibility for membership does not guarantee, and one cannot assume, automatic grant of membership.
- B. The Membership Committee shall submit to the Executive Committee all membership applications upon receipt to the Executive Committee for which the Executive Committee shall decide to affirm or deny all membership applications within 45 days of an application submittal.

ARTICLE V— ENDORSEMENT POLICY

Section 1. ENDORSEMENT POLICY FOR PRIMARY RACES.

- A. No one may endorse in the name of the NFRW, a State Federation or a local Club or in their official capacity thereof.
- B. No endorsement or evidence of support by any member shall be issued using the NFRW affiliation, logo, or stationery without the approval of the NFRW.
- C. NFRW Bylaws provide for the removal from membership of any member, local Club or State Federation who/which advocates a split party ticket or supports a candidate who is running on an opposition ticket.
- D. No candidate shall use the MCRW or TFRW logo in any political advertising, and any political advertising shall contain the following disclaimer: *“This endorsement is given by the individual(s) only, NOT the Texas Federation of Republican Women.”*
- E. In the case of contested Republican races, information and campaign announcements may be distributed on all candidates – such as at events or fundraisers – provided they are fairly and evenly distributed and, in order to prevent anyone from interpreting such communications as endorsements, each such communication shall be accompanied by the disclaimer: *“This appears here for informational purposes only and does not represent or constitute an endorsement by this Club.”*

Section 2. SPLIT TICKET. Neither the Club nor an individual member shall advocate a split ticket, support an opposition party candidate, or act in violation of the NFRW or Texas Federation of Republican Women or the Club policies or bylaws.

Section 3. AFFILIATION WITH OTHER ORGANIZATIONS. The Club shall not affiliate with any political organization which is not officially recognized as working in concert with the Texas Federation of Republican Women, the NFRW, and the Republican National Committee.

Section 4. MEMBER CANDIDATES. An officer of the Club who is a candidate or whose spouse or family member is a candidate, shall be exempt from this rule, however, they may not campaign or identify themselves in the name of the Club, the State Federation, or the NFRW or by utilizing the logo or stationery of the Club, the State Federation or the NFRW.

Section 5. CANDIDATE FAIRNESS: After the end of the candidate filing period for any office and ending the day after the final election for that office, it is the policy of TFRW that all Republican candidates for that office shall be treated fairly and equitably. When one Republican candidate for an office is invited to speak at a Federation or local club meeting, then all Republican candidates for that office shall be offered equal presentation time at the same meeting or another meeting before the election. (This rule includes candidate fairness during primaries, run offs, and special elections. It applies to candidates at all levels. Federated clubs are state and

not Federal PACs. Please see the TFRW Federal Candidate Policy for rules pertaining to working with federal candidates. There are limitations regarding what is permissible.)

ARTICLE VI – DUES AND FISCAL YEAR

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

Section 2. MEMBERSHIP DUES.

- A. Membership dues expire each fiscal year on December 31.
- B. Dues collected October 1 – December 31 in the current fiscal year from current members who are renewing their membership are applied to the following year's membership.
- C. Current members have a grace period through the last day of February of the following year to renew their membership. NFRW must receive member dues by March 1 or the member is dropped from membership and loses all member privileges.
- D. Expired members may reinstate their membership by paying dues for the current fiscal year.

ARTICLE VII – OFFICERS AND DUTIES

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

Section 2. ELIGIBILITY. Each elected officer shall be a Primary member in good standing of the Club and a registered voter of McLennan County.

Section 3. ELECTION. The elected officers shall be elected at the October meeting and shall serve a term of two years, or until their successors are elected except The Treasurer/PAC Treasurer, but they must be reelected.

Section 4. VACANCY. Vacancies in elected office shall be filled by election by a majority of the Executive Committee members present and voting at the first meeting following the creation of the vacancy provided an announcement is sent to all Club members stating the existence of the vacancy and the process by which eligible Primary members in good standing may submit their name to the Executive Committee to be considered to fill the vacancy before the Executive Committee meets to fill the vacancy.

Section 5. REMOVAL FROM OFFICE OR MEMBERSHIP. Pursuant to the NFRW Bylaws, NFRW requires following the current edition of *Robert's Rules of Order, Newly Revised*, for the removal of an officer from office or a member from membership. Cause for such removal shall include, with limitation,

- A. Non-payment of dues;
- B. The failure or refusal to support the policies and objectives of the NFRW, the TFRW, or the Club as stated in their bylaws;
- C. Any act or omission intended to cause or having the effect of causing damage to the NFRW, the TFRW, or the Club or their reputation or financial stability;

- D. Failure to support the Republican Party ticket, advocating a split ticket, supporting a candidate on an opposition ticket;
- E. Actions in conflict with the NFRW Bylaws, the TFRW Bylaws, or the Club Bylaws;
- F. Failure to comply with the NFRW, the TFRW, or the Club membership rules;
- G. Without limiting the generality of the foregoing, the initiation of litigation or any other adversary proceeding against the NFRW, the TFRW, or the Club or in which the NFRW, the TFRW, or the Club is a named defendant or respondent; and,
- H. A member who has been removed from membership may request readmission to the same body which voted on the removal.

Section 6. APPOINTED OFFICERS. The President may appoint, with the approval of the Executive Committee, a Corresponding Secretary, an Historian, and a Parliamentarian.

Section 7. DUTIES OF THE OFFICERS.

A. The President shall:

- 1. Call and preside over all meetings of the Club and the Executive Committee;
- 2. Represent the organization at all times or designate someone as representative/proxy in her absence or inability to do so;
- 3. Make Committee appointments as necessary to conduct the business of the club, except the Nominating Committee, with Executive Committee approval of Standing Committee Chairmen and Vice-Chairmen;
- 4. Prepare a program of action in consultation with the Chairmen of the Standing Committees for presentation to and approval by the Executive Committee no later than at the April Executive Board meeting of the new term of office;
- 5. Submit an annual budget for review by the Executive Committee and recommendation to the membership for adoption no later than at the April Executive Board meeting of the new term of office;
- 6. Be an ex-officio member of all committees except the Financial Review and Nominating Committees;
- 7. Co-sign checks as one of two authorized signatures, namely President and Treasurer;
- 8. Represent the Club in all Republican Party activities;
- 9. Appoint the Financial Review Committee in November of the first year in office, with the exception of a change of treasurer before the end of the official term of office at which time the Financial Review Committee will be appointed, and a complete financial review will be done;
- 10. Accept resignation by written letter or email of any member wanting to resign from a position, chairmanship, or the Club;
- 11. Call meetings of the Executive Committee; and shall call a Special Meeting of the Executive Committee upon receipt of the written request of three members of the Executive Committee; and,
- 12. Advise the Standing Committee and Special Committee Chairs in performance of their duties.

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 until a new President is elected;
 3. Act as Program Chair;
 4. Perform such other duties as are assigned by the President; and
 5. Serve as an ex officio member of all committees except the Nominating Committee.
- C. The Second Vice President shall:
1. Perform the duties of the First Vice President in her absence;
 2. Fill the unexpired term in the event of a vacancy in the office of First Vice President until a new First Vice President is elected; and
 3. Perform such other duties as are assigned by the President, the Executive Committee or the Club.
- D. The Secretary shall:
1. Keep the minutes of all meetings of the Club and Executive Committee;
 2. Maintain a current Club membership roster;
 3. Keep a current inventory of Club property;
 4. Maintain all Club records and historical items;
 5. Perform the duties of a "Corresponding Secretary" if one is not appointed; and
 6. Perform such other duties as may be assigned by the President the Executive Committee or the Club.
- E. The Treasurer shall:
1. Serve as custodian of all Club funds and deposit them in a bank(s) approved by the Executive Committee;
 2. Co-sign checks as one of two authorized signatures, namely President and Treasurer;
 3. Disburse funds as directed by the Executive Committee;
 4. Bring written financial report(s) to regular Club and Executive Committee meetings;
 5. Submit dues, annual service fees, and reports to TFRW as required;
 6. Submit all financial records to the Financial Review committee for an annual review to be completed by and reported at the first Executive Committee and membership meeting of the fiscal year;
 7. Comply with all IRS and State election reporting requirements; and,
 8. Perform other duties as assigned by the President, the Executive Committee, or the Club.
- F. The Corresponding Secretary, if appointed, shall:
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 other duties as assigned by the President, the Executive Committee, or the Club.
- G. The Historian, if appointed, shall:
1. Collect and keep all records and documents of significant Club events and all items of media coverage; and
 2. Perform other duties as assigned by the President, the Executive Committee, or the Club.

H. The Parliamentarian shall:

1. Advise Club officers, committee chairs and Club members on parliamentary procedure as per Robert's Rules of Order;
2. Be familiar with the Club Bylaws, Special Rules of Order, Standing Rules and Policies and Procedures; and
3. Attend membership meetings, Executive Committee meetings, and other meetings as necessary or as requested.

Section 8. RECORDS. All officers and all committee chairmen shall deliver all records, files, passwords, social media administrative rights, and properties of the Club to their successors within 15 days of their last day in office, unless directed otherwise by the President or the Executive Committee. *(An inventory of records is recommended as a checklist.)*

ARTICLE VIII — MEETINGS

Section 1. REGULAR MEETINGS. A minimum of five (5) regular meetings shall be held during the Club year if unusual circumstances prohibit more frequent meetings.

- A. These meetings shall be held as decided by the Executive Committee.
- B. A quorum at Club meetings shall be 25% of the total number of Primary members in good standing.
- C. At least a fourteen (14) days' notice shall be given to all members for regular meetings.

Section 2. SPECIAL MEETINGS. Special meetings may be called by the President and shall be called by the President upon receipt of the written request of three members of the Executive Committee or by 20% of members of the Club.

- A. The purpose of the Special Meeting shall be stated in the call, with no other business to be transacted at the meeting.
- B. At least a five-day notice shall be given to all members for any Special Meeting.

Section 3. ANNUAL MEETING. The January meeting will be designated as the Annual Meeting.

Section 4. ELECTRONIC VOTING BETWEEN MEETINGS. A vote of the Club membership or the Executive Committee may be conducted by mail, telephone, fax, email, or other approved electronic means between meetings, provided there is participation by a quorum of the body. The vote shall be ratified and entered into the minutes at the body's next regular meeting.

Section 5. NOTICE. Notice for all meetings may be mailed or sent electronically.

ARTICLE IX — EXECUTIVE COMMITTEE

Section 1. COMPOSITION.

- A. The voting body of the Executive Committee of this Club shall consist of:
 1. The elected officers;
 2. The Immediate Past President; and,

3. The Standing Committee Chairs once they have made application, been interviewed by the President and are elected by the general membership.
- B. The non-voting members of the Executive Committee shall be:
 1. The Parliamentarian.

Section 2. DUTIES. The Executive Committee shall:

- A. Transact necessary business between meetings of the Club;
- B. Direct the Treasurer's disbursement of funds;
- C. Approve appointed officer and committee appointments made by the President;
- D. Fill vacancies in office; and,
- E. Perform other duties as assigned by the Club.

Section 3. MEETINGS. The Executive Committee shall meet as decided by the President or the Executive Committee.

- A. Special Meetings may be called by the President and shall be called by the President upon receipt of the written request of three members of the Executive Committee;
- B. At least a five (5) day notice shall be given for Executive Committee meetings and at least a five-day notice is required for special Executive Committee meetings;
- C. Notice may be mailed or sent electronically; and
- D. In the event a properly called meeting has to be canceled due to circumstances beyond the control of the Club, it shall be acceptable to hold said meeting by an approved electronic means with five days' notice being given to all the members of the Executive Committee. This section does not apply to a meeting required by these bylaws that has not already been called.

Section 4. QUORUM. A majority of the members of the Executive Committee shall constitute a quorum.

ARTICLE X – COMMITTEES

Section 1. STANDING COMMITTEES

- A. The Standing Committees of this club shall be Bylaws, Political Activities, Fundraising, Legislative, Membership, Member Relations and Communications. No additional Standing Committees may be created without an amendment to these bylaws;
- B. Standing Committee Chairmen and committee members shall be appointed by the President and Standing Committee Chairmen shall be approved by the Executive Committee and voted on by the membership;
- C. Officers may be appointed to chair Standing Committees;
- D. Standing Committee chairmen shall be appointed for the same term as the President;
- E. Duties of Standing Committees:
 1. The Bylaws Committee shall:
 - a) Conduct a biennial review of the Club's bylaws;
 - b) Request and receive proposed amendments to the bylaws, and:

- i. Review proposed amendments;
 - ii. Edit or combine, or reject them;
 - iii. Submit them to the Executive Committee for review, edit or rejection, and then make recommendations to the general membership for final vote; and
- c) Furnish the Texas Federation of Republican Women Bylaws Committee with a complete set of the Club's bylaws for review and approval. Any subsequent Club revision of Bylaws shall be sent to the TFRW Bylaws Committee for Approval.
- 2. The Political Activities Committee shall:
 - a) Coordinate all activities of the Club's campaign program;
 - b) Act at liaison between the Club and Candidates requesting volunteers; and,
 - c) Be responsible for the collection and reporting of campaign hours.
- 3. The Fundraising Committee shall:
 - a) Prepare and implement a plan which the Executive Committee shall approve for raising funds in order to meet the Club's revenue needs;
 - b) Prepare an annual budget and individual fundraising event budgets; and,
 - c) Notify the Treasurer of all fundraising committee meetings and Treasurer may attend each one.
- 4. The Legislation Committee shall:
 - a) Inform the Club of pending legislation or legislative acts;
 - b) Inform the Club and Executive Committee of any legislation affecting interest of NFRW, Texas Federation of Republican Women, or the Club;
 - c) Educate members about the legislative process and opportunities to participate in the process; and,
 - d) Work with the Awards Committee so the Club earns the highest award.
- 5. The Membership Committee shall:
 - a) Coordinate and oversee all membership renewal and new member efforts;
 - b) Compile and maintain complete Club membership lists; and
 - c) Ensure that all membership information is shared with the Treasurer and others as deemed necessary and shall ensure all membership data is submitted to the State and National Federations according to deadlines.
- 6. The Member Relations Committee shall:
 - a) Coordinate efforts to keep members engaged;
 - b) Oversee the luncheon attendance and check-in process; and
 - c) Support other committees in member-related activities as needed.
- 7. Communications Committee shall:
 - a) Coordinate and oversee all internal and external communications with the approval of the President,
 - b) Maintain and update club website and social media; and,
 - c) Ensure all website and social media adhere to all NFRW, TFRW and Club social media policies and guidelines.

Section 2. SPECIAL COMMITTEES

- A. The President may create Special Committees subject to the approval of the Executive Committee at any time as it may become necessary;

- B. The President may appoint the chairmen of Special Committees without the approval of the Executive Committee;
- C. Special Committees may include: Americanism, Caring for America, Financial Review, Awards, and Literacy. Other Special Committees may be appointed as needed; and,
- D. The Financial Review Committee shall consist of three Primary members in good standing appointed by the President in November of each year whose duty it shall be to review the Treasurer's accounts at the close of the fiscal year and shall report to the Executive Committee and to the membership at the first meetings of the new term of office.

Section 3. COMMITTEE MEMBERS. All committee members must be Primary members in good standing in the Club.

Section 4. EX-OFFICIO MEMBERS. The President shall be an ex-officio member of all committees except the Nominating and Financial Review Committees.

ARTICLE XI – NOMINATIONS AND ELECTIONS

Section 1. NOMINATIONS.

- A. A Nominating Committee of five (5) Primary members in good standing, and one alternate, shall be elected by the Club no later than September of each election year. The Committee shall elect its own chairman. The Parliamentarian will instruct the Committee as to proper procedure and will be available for further counsel if required.
- B. The Nominating Committee shall report a slate of one candidate for each office at the general meeting in September of the second year of a two-year term of office at least 30 days prior to the election meeting. All nominees shall be Primary members in good standing in the Club for a period of at least six (6) months and shall give written consent to serve, if elected. Nominations from the floor shall be in order following the report of the Nominating Committee.
- C. Nominating Committee members shall not succeed themselves.

Section 2. ELECTION OF OFFICERS.

- A. Elections shall be by ballot at the regular meeting in October. However, if there is but one nominee for any office, the election for that office may be by unanimous consent (or acclamation), where the President announces that the single nominee is elected to the office;
- B. No officer may simultaneously run for more than one office; and,
- C. Officers may not run for the same office for a second consecutive term (third term).

Section 3. NOMINATIONS FROM THE FLOOR

- A. Only Primary Members in good standing may make nominations for elected officer positions.
- B. Primary Members who are current with club dues at least 30 days prior to the date of the meeting and have attended at least one prior meeting of the club may nominate another active member from the floor at the October meeting under the following conditions:
 - 1. The nominator has contacted the member prior to the nomination, and she has consented to have her name be considered for the office and will serve, if elected;

2. The member nominated must be a Primary Member of this Club, in good standing for period of 6 months immediately prior to the nomination;
3. The nominator has contacted the President prior to the meeting to share the name of the person to be nominated and state her willingness to serve, if elected;
4. The nominator and the candidate must be present at the October meeting when the nomination is being made.

ARTICLE XII— STATE FEDERATION CONVENTION DELEGATES

Section 1. For the TFRW biennial convention, the Club shall elect representation to the convention in the method set forth in the TFRW Bylaws.

Section 2. Election of delegates and alternates shall take place at a general meeting before convention to conform to the date of the TFRW certification deadline.

ARTICLE XIII — PARLIAMENTARY AUTHORITY

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

ARTICLE XIV — AMENDMENTS

These bylaws may be amended at any regular (general) meeting or Special Meeting of the Club by a two-thirds vote, provided that notice of the proposed amendment(s) shall have been sent to each member in no less than thirty (30) days prior to the date of the general or Special Meeting.

ARTICLE XV — DISSOLUTION

This Club may be dissolved by a two-thirds vote at any regular or Special Meeting of the Club, if notice of the dissolution has been submitted in writing at least thirty (30) days prior and has been sent to all members of the Club. A quorum for the meeting is two-thirds of the Primary Members in good standing and the vote to dissolve must be two-thirds of the quorum. In the event of dissolution, the Executive Committee shall, after payment of all liabilities of the Club, distribute any remaining assets to TFRW. 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 TFRW.

These bylaws approved and adopted by McLennan County Republican Women on this date, (date).