

Original 05-31-85

Amendments:

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11/10/08

TRINITY COUNTY REPUBLICAN WOMEN FEDERATED BYLAWS

ARTICLE I NAME

The name of this organization shall be TRINITY COUNTY REPUBLICAN WOMEN FEDERATED, hereinafter referred to as "TCRWF".

ARTICLE II OBJECTIVES

The objectives shall be to:

- promote an informed public through political education and activity;
- increase the effectiveness of women in the cause of good government;
- influence legislation and maintain a California Federation of Republican Women (CFRW) presence in State government in accordance with CFRW goals;
- promote a wider knowledge of the principles and policies of the Republican Party;
- encourage active citizenship;
- cooperate with the CA Republican Party, State, and County Central Committees for the election of Republican nominees;
- facilitate cooperation among Federated Republican Women's Clubs;
- foster loyalty to Republican candidates in all elections including non-partisan elections

ARTICLE III AREA

TCRWF shall be comprised of the following 20 Trinity County communities: Big Bar; Burnt Ranch; Coffee Creek; Denny; Douglas City; Forest Glen; Hawkins Bar; Hayfork; Hyampom; Junction City; Lewiston; Mad River; Peanut; Ruth; Salyer; Trinity Center; Van Duzen; Weaverville; Wildwood; Zenia

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ARTICLE IV
MEMBERSHIP

Section 4.01 ELIGIBILITY:

Membership shall be open to registered Republican women.

Section 4.02 TYPES OF MEMBERSHIP:

A. REGULAR MEMBERSHIP is a registered Republican woman who has paid her dues to one Club.

A regular member shall:

- Have the right to vote, make motions and nominations after being a regular member of a Club for sixty (60) days.
- Be counted in per capita reports and in establishing delegate representation for her Club.
- Be counted as a regular, voting member in only one Club for the purpose of delegate representation at NFRW, CFRW or Northern Division Conventions.
- Have the right to transfer her membership from one Club within CFRW, provided that:
 1. The Northern Division Membership Secretary is notified and the records are clarified at all levels of CFRW.
 2. Transfers from other states are considered new memberships.
 3. A member making such a transfer shall be governed by the bylaws of the Club to which she is transferring.
 4. All membership records shall be clarified sixty (60) days prior to the date of any convention, at all levels, in order to serve as a delegate.

B. AT LARGE MEMBERSHIPS shall be established to conform to NFRW bylaws. Policies and procedures for this category will be set forth in the TCRWF Standing Rules.

C. ASSOCIATE MEMBERSHIPS:

- a. A Club may only grant associate membership to women who are regular members of another CFRW Club or who are residing in this country legally but are not American citizens. Such membership shall not be granted the privilege of making motions, nominations, voting or holding office. Associate members shall not be eligible to serve as convention delegates or be counted in establishing a quorum.
- b. Republican men may be eligible for associate membership in a Club upon payment of the required annual dues for Associate membership. Such members may attend

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meetings, but shall not make motions, have a voice or vote, be on a committee, hold office or be counted for the purpose of determining the number of delegates to national, state, division, or are used in establishing a quorum. They shall be entitled to membership in Clubs only and they do not become members of CFRW or NFRW.

ARTICLE V ETHICS

Section 5.01 The President shall not endorse a candidate prior to any election when there is more than one Republican candidate for the same office. If the aforementioned desires to do so, she must resign her position. The only exception permitted is when her husband or a member of her immediate family (i.e. child or parent) is a candidate or office in any election so long as she does not permit the Federation's name to be used, and she does not actively campaign using her office and the Federation as endorsements.

Section 5.02 The name of the Club shall not be used by a member or an associate member in supporting a candidate during any campaign. The only exception permitted is if a Club's regular members vote to endorse a member of their Club for a specific office when there is more than one Republican candidate for the same office and provided the other Republican candidates for that position have been given an opportunity to be heard. Such vote shall require that all regular members receive ten (10) days previous notice, including date, time and place, and the vote is by ballot. Providing a quorum is present, a three-fourths vote is required to endorse.

Section 5.03 For a special election only, if the Club wishes to vote to endorse a Federated regular member, even if more than one Republican is running for the office, provided the other Republican candidates for that position have been given the opportunity to be heard, such vote will require that all regular members receive ten (10) days previous notice, including date, time, place and the vote is by ballot. Providing a quorum is present, a three-fourths vote is required to endorse.

Section 5.04 Candidate endorsement limitations shall not preclude any member from serving as a delegate to the Republican National convention, nor membership in or holding an office on the State or County Central Committee, nor from campaigning for same.

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- Section 5.05** No Club, region, or division shall invite or permit a person registered in any party other than the Republican to speak at any meetings.
- Section 5.06** All literature, petitions, materials or announcements of any description shall first be submitted to the President or Executive Board for approval before being circulated or distributed at any TCRWF meeting.
- Section 5.07** In the event of a dispute arising within the Club on the question of compliance with bylaws, a hearing shall be held in accordance with procedures outlined in the Official Procedures for Disciplinary Action upon a Member, including censure, suspension, or removal of Membership for cause as outlined in CFRW Bylaws, CFRW Standing Rules and CFRW Policies and Procedures as well as TCRWF Standing Rules covering this matter. Further, it shall be held in accordance with Procedures outlined in CFRW Bylaws covering this matter provided the dispute has not been settled by the Executive Board of TCRWF, the Regional Director, or, if necessary, by the Northern Division Executive Committee.
- Section 5.08** It shall be considered a breach of ethics for a member to speak disparagingly, in public, of a Republican candidate. Provided a Republican is running, it shall also be considered a breach of ethics to promote a candidate of another party in public or in print, in a partisan or non-partisan election and may be just cause for a member's censure, suspension or dismissal as spelled out by TCRWF bylaws, TCRWF Standing Rules, CFRW bylaws (Article V, Ethics) CFRW Standing Rules ("Complaint Hearings"), Roberts Rules of Order Newly Revised, (Chapter XX "Disciplinary Procedures").

ARTICLE VI DUES

- Section 6.01** ANNUAL DUES shall be determined by the Board of Directors as part of the annual Budget Review at the June Board meeting and presented for approval by a majority of the membership in attendance at the regular June meeting. The increase shall be effective and payable January first, including current per capita dues for Northern Division, State Federation and NFRW. No per capita dues are required for Associate members.

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Section 6.02 MEMBERSHIP DUES shall be considered delinquent as of March 15th.

Section 6.03 MEMBERSHIP ENROLLMENT is on a calendar year basis and shall be effective from January first through December thirty-first.

Section 6.04 YEAR END FOR PER CAPITA DUES REPORTING: Dues received after October 15th shall be applied to the following year's Per Capita dues report.

ARTICLE VII
MEETINGS

Section 7.01 MINIMUM: A minimum of eight (8) regular business meetings shall be held during the calendar year, the dates and times to be set by the Board of Directors and the President.

Section 7.02 MINIMUM: A minimum of twelve (12) Boards of Director Meetings shall be held during the calendar year, the dates and times to be set by the Board of Directors and the President.

Section 7.03 SPECIAL meetings shall be held at the request of the President or in writing by ten (10) members; with the purpose of the meeting to be stated in the request and no other business can be transacted. The President will be obligated to contact the members by the normal process, within two (2) calendar days. The meeting shall be held within five (5) days following contacting the members. The ten (10) aforementioned members can call the meeting in the event the President fails to do so.

Section 7.04 QUORUM: A majority of members of the Board of Directors shall constitute a quorum. In the absence of a quorum, the President shall call the meeting to order, announce the absence of a quorum, and shall entertain a motion to adjourn or allow the meeting to continue where no votes may be taken or motions may be entertained. Any such business transacted is null and void. All such business actions that require a quorum will be held as open and reconsidered when a quorum is present. The regular business meeting quorum shall be ten (10) members, three (3) of whom shall be elected officers.

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ARTICLE VIII
OFFICERS

Section 8.01 CLASSIFICATIONS:

- a. The Executive Board shall consist of all duly elected officers.
- b. The Board of Directors shall consist of the Executive Board, and all appointed Officers as well as all Standing and Special Committee Chairmen.

Section 8.02 DUTIES:

- a. At the request of the President, the Board of Directors shall have authority to transact any necessary business between business meetings, to make recommendations as to policies of the club and to fill vacancies which occur between elections.
- b. OFFICER REPLACEMENT: An elected officer who fails to attend three (3) consecutive meetings, unless excused by the President, may be replaced by vote of the Board of Directors.

Section 8.03 ELECTED officers shall be:

President, First Vice President, Second Vice President, Third Vice President, Membership Secretary, Recording Secretary, and Treasurer.

Section 8.04 APPOINTED officers shall be:

Chaplain, Corresponding Secretary, Financial Review Officer, Historian, Newsletter Editor, Parliamentarian, and the immediate Past President or a Past President, appointed by the President and ratified by the Executive Board.

Section 8.05 ELIGIBILITY: To be eligible for an elected office, a member must have been a member in good standing with a RWF Club for a minimum of 6 months.

Section 8.06 TERMS shall be one Calendar year and elected officers shall serve no more than two (2) consecutive terms in the same office or until their successors are elected. The Parliamentarian may serve unlimited consecutive terms at the approval of the Board of Directors.

Section 8.07 VACANCIES:

- a. A vacancy in the Office of President, 1st Vice President, 2nd Vice President, or 3rd Vice President shall be filled by succession. Order of succession shall continue with the elected officers in the order in the bylaws.

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- b. A vacancy in any other elective office shall be filled for the remainder of the term by a majority vote of the Executive Board.

Section 8.08 DUTIES OF ELECTED OFFICERS:

The PRESIDENT shall:

- a. Preside at all meetings.
- b. Appoint the Chaplain, Corresponding Secretary, Financial Review Officer, Historian, Newsletter Editor, Parliamentarian, and immediate Past President or a Past President subject to ratification by the Board.
- c. Appoint the Chairman of all Standing and Special Committee Chairmen, except the Nominating Committee, subject to ratification by the Board.
- d. Serve as ex-officio member of all committees except the Nominating Committee.

The FIRST VICE PRESIDENT shall:

- a. Act as an aide to the President and perform such duties as may be delegated to her by the President.
- b. Perform the duties of the President in the event of her absence or inability to serve.
- c. Assume the office of the President in the event a vacancy shall occur in that office.

The SECOND VICE PRESIDENT shall:

- a. Perform such duties as may be delegated to her by the President.
- b. Assume the office of the First Vice President in case of resignation, removal, or permanent disability of the First Vice president.
- c. In case of an emergency and the President and First Vice President are incapacitated, assume the office and duties of the President for the unexpired term.

The THIRD VICE PRESIDENT shall:

- a. Perform such duties as may be delegated to her by the President.
- b. Assume the office of Second Vice President in case of resignation, removal or permanent disability of the Second Vice President.
- c. In case of an emergency and the President, 1st Vice President, and the 2nd Vice President are incapacitated, assume the office and duties of the President.

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The MEMBERSHIP SECRETARY shall:

- a. After receipt of a report from the Treasurer of all membership dues received by her during any reporting period, report all per capita membership information to the CFRW Data Center and Northern Division Membership Secretary.
- b. Keep the official membership list for the Club.
- c. Forward all monies for per capita dues along with the club membership report to the Northern Division Membership Secretary.

The RECORDING SECRETARY shall:

- a. Take and record the minutes of all meetings of the Executive Board, Board of Directors, and general Membership meetings.
- b. Keep a complete file of all records.

The TREASURER shall:

- a. act as custodian of all funds of the club.
- b. upon receipt of monies from the Membership Secretary or Chairman of fund raising projects issues receipts for same.
- c. ensure a check in the amount required to cover per capita dues as indicated by the per capita lists, is forwarded to the State Membership Secretary in a timely manner.
- d. be responsible for the timely payment of the Service Charge to NFRW each year.
- e. pay all bills for expenses authorized by the Executive Board or Board of Directors, and all interim expenditures which have been approved in the budget. All checks shall be signed by two of these three officers: President, 1st Vice President, and Treasurer.
- f. keep an accurate account of all receipts and disbursements.
- g. give a written report at meetings of the Board of Directors and at the general membership meetings.
- h. Chair the Budget Committee.

Section 8.09: DUTIES OF APPOINTED OFFICERS

The CHAPLAIN shall:

- a. Be responsible for an invocation and benediction at each board meeting and regular meeting and whenever requested by the President.
- b. Serve as Comfort Chairman.

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The CORRESPONDING SECRETARY shall:

- a. Conduct the correspondence.
- b. Send out all notices of meetings.
- c. Keep a file of incoming and a record of all outgoing correspondence.
- d. Perform such other duties as may be assigned to her by the President or the Board of Directors.

The FINANCIAL REVIEW OFFICER shall:

- a. Examine the books of the Treasurer and submit a written report annually to the Board of Directors at such times as specified in the TCRWF Standing Rules and additionally as may be requested by the Board of Directors.

The HISTORIAN shall:

- a. Assemble factual information covering the current year to be included in the Club's official History book.
- b. Display official History book at all official functions such as formal Installation of Officers.

The PARLIAMENTARIAN shall:

- a. Attend all meetings of the Club and the Board of Director
- b. Give advice on parliamentary procedure when called upon.
- c. Be able to enter into discussion or debates on issues and vote.
- d. Review bylaws every two years at a minimum.
- e. Perform such other duties as may be assigned to her by the President or the Executive Board.
- f. Call the first meeting of the Nominating Committee, instruct the committee as to its duties and shall retire after the committee has elected its Chairman.

The PAST PRESIDENT shall:

- a. Act as an aide to the President and perform such duties as may be delegated to her by the President.
- b. The immediate Past President or Past president shall serve in this office.

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ARTICLE IX NOMINATIONS and ELECTIONS

Section 9.01 NOMINATING COMMITTEE

A nominating committee of a minimum of three (3) members shall be elected at the regular meeting in September. No member shall serve in two consecutive years. The Nominating Committee shall elect the Chairman from one of its own.

Section 9.02 CALLING OF MEETING

The Parliamentarian shall call the first meeting of the Nominating Committee. After the Chairman has been elected, she retires.

Section 9.03 NOMINATIONS FOR EACH OFFICE

The Nominating Committee shall report one nominee for each elected office at the October meeting at which time nominations from the floor shall be allowed provided written consent of the candidate has been obtained.

Section 9.04 ELECTIONS

Election shall be at the November meeting or by mail in ballot no later than December 1st. If there is more than one nominee for each office, elections shall be by ballot and a majority vote shall elect. Where there is only one candidate for an office, elections may be by voice vote.

Section 9.05 INSTALLATIONS

Installation of officers shall take place at the annual meeting in December. The newly elected officers shall assume their duties on January first. The President-elect shall have her choice of installing officer.

Section 9.06 TURNING OVER RECORDS

Retiring officers and committee Chairman shall turn over all records of their offices to the newly elected President or her designated representative.

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**ARTICLE X
COMMITTEES**

Section 10.01 The Standing Committees shall be:

- Achievement (Awards)
- Americanism/Citizenship
- Community Relations
- Hospitality
- Legislation
- Program
- Publicity/Public Relations
- Scholarship
- Telephone
- Ways and Means
- Budget
- Bylaws
- Nominating
- Standing Rules/Procedures Manuals

Section 10.02 The President may appoint other committees as may be deemed necessary.

Section 10.03 Each Committee Chairman is responsible for selecting her own members, usually not to exceed a total of five committee members, including the Chairman.

**ARTICLE XI
Parliamentary Authority**

Section 11.01 The current issue of Robert’s Rules of Order, Newly Revised, shall govern all proceedings except where inconsistent with the provisions of the bylaws of the Club, Northern Division, CFRW and NFRW.

**ARTICLE XII
Amendments**

Section 12.01 These bylaws may be amended at any regular meeting of the club by two-thirds (2/3) vote of the membership in attendance, provided that the amendment has been submitted in writing at the previous regular meeting.

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These Bylaws, consisting of Twelve (12) Articles are hereby approved by the undersigned on this Tenth (10) day of November, 2008.

Original Signed by Barbara Talvola

Barbara B. Talvola
Parliamentarian

Original Signed by Joann Mathis

Joann Mathis
President

APPROVED BY:

Original Signed by Sandy Pope

Sandy Pope
CFRW Northern Division Parliamentarian