

FAYETTE COUNTY REPUBLICAN WOMEN'S CLUB BYLAWS



Article I - Name

The name of this club shall be: (The) Fayette County Republican Women's Club, hereinafter known as FCRWC.

Article II - Objectives

The objectives of this club shall be:

- A. To support and work for the election of the Republican party nominees.
- B. To promote an informed electorate through political education and activity.
- C. To increase the effectiveness of women in the cause of good government through year-round political participation.
- D. To foster loyalty to the Republican Party and to promote its ideals.
- E. To support objectives and bylaws of the Kentucky and National Federation of Republican Women

Article III- Membership

- A. Eligibility: Membership in the club shall be open to all registered Republicans interested in promoting the objectives and policies of the Republican Party.
- B. An Primary member in good standing:
 1. Must be a registered Republican woman
 2. Must pay annual dues
 3. Should actively seek and recruit like- minded women
 4. Should support annual fund raisers and other club activities.
- C. An associate member in good standing:
 1. May be a registered Republican man
 2. May be a primary member of another club
 3. Must pay annual associate dues
 4. Should actively seek and recruit like- minded persons
 5. Should support annual fund raisers and other club activities
- D. Student Membership
 1. May be a college or high school student
 2. May be a young woman or man
 3. Must pay annual student dues

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4. Should actively seek and recruit like-minded students
5. Should support the club activities

An associate or student member does not have voting privileges, cannot serve as an officer and cannot be counted for the purpose of determining delegate representation to state or national conventions.

Article IV – Fiscal Year

- A. The fiscal year of the FCRWC shall extend from January 1 through December 31

Article V – Elected Officers

- A. The elected officers of the FCRWC shall be a President, Programs Vice President, Membership Vice President, Reservations Vice President and Fundraising Vice President; a Recording Secretary and a Treasurer
- B. All elected officers shall be active members in good standing.
- C. The President, Membership Vice President, Fundraising Vice President and Recording Secretary shall be elected to take office in even years. The Programs Vice President, Reservations Vice President, and Treasurer shall be elected to take office in odd years.
- D. The officers shall be elected at the annual November meeting for a term of two years
- E. No one shall be eligible for the office of FCRWC President who has not previously served as an officer or committee chairwoman of this club for one year.
- F. All documents pertaining to all offices shall be passed on to the new office holder by January 1.

Article VI – FCRWC Officers and Their Duties

- A. The President shall:
 1. Preside at all meetings of the FCRWC and serve as Chairwoman of the Executive Committee
 2. Appoint all committees, except the Nominating Committee, with the consent of the Executive Committee
 3. Be an ex-officio non-voting member of all committees
 4. Appoint the Parliamentarian, Corresponding Secretary, and Chaplain with the consent of the Executive Committee
 5. Sign checks in the absence of the Treasurer
 6. Issue the call for Executive Committee meetings. Prepare and email agenda for all Executive Committee meetings at least 48 hours in advance

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7. Serve as representative on the KFRW Board of Directors and at Regional meetings and state conventions
 8. Serve as a member of the Executive Committee for one term following the expiration of her term
 9. Notify the KFRW Parliamentarian/Bylaws chair of current amended or revised FCRWC bylaws
- B. The Vice Presidents shall:
1. Perform the duties of the President in her absence or inability to do so in the order of Programs; Membership ; Reservations ; Fundraising
 2. Stay informed regarding all FCRWC activities
 3. The **Program Vice President** shall chair the Program Committee; be in charge of programs and take input regarding programs from members; submit an agenda of program speakers to the President, Reservations Vice President and Publicity Chairwoman
 4. The **Membership Vice President** shall chair the Membership Committee.
 5. The **Reservations Vice President** shall be in charge of publicizing luncheon meetings and coordinating luncheon menus and reservations, telephoning members as needed, and collecting luncheon payments at meetings
 6. The **Fundraising Vice President** shall chair the Fundraising Committee; be in charge of all fundraising projects.
 7. Perform other duties as may be assigned
- C. The **Recording Secretary** shall:
1. Keep the minutes of all business meetings of the FCRWC and of the Executive Committee
 2. Stay informed regarding all FCRWC activities
 3. Perform other duties as may be assigned
- D. The **Treasurer** shall:
1. Serve as custodian of all funds of the FCRWC
 2. Collect all funds and deposit them in a bank approved by the Executive Committee
 3. Disburse funds as directed by the approved budget
 4. Send notices to members for unpaid dues and other debts
 5. Make written reports of receipts and disbursements for all Executive Committee and club meetings and as directed by the President
 6. Chair the Budget Committee and submit a proposed budget to the Executive Committee at the January meeting
 7. Submit dues and annual service charge to the KFRW Treasurer
 8. Submit membership rosters to the KFRW Treasurer
 9. Submit a quarterly Report of Political contributions and expenditures to the Kentucky Registry of Election Finance as required by KREF
 10. Give bond sufficient to cover the maximum amount of funds likely to be in her possession; the cost of such bond is to be paid by the FCRWC
 11. Stay informed regarding all FCRWC activities.

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Article VII – Executive Committee

- A. There shall be an Executive Committee composed of the elected officers, appointed committee chairwomen, immediate past president, parliamentarian and chaplain.
- B. The duties of the Executive Committee are:
 - 1. To supervise the affairs of the FCRWC between its business meetings
 - 2. To approve the appointment of chairwomen of appointed committees made by the President
 - 3. To recommend the annual budget to the FCRWC
 - 4. To direct the disbursement of funds for unbudgeted expenses. Executive Committee members will vote on all unbudgeted items over \$100.00
 - 5. To approve the bank where funds of the FCRWC are deposited
 - 6. To approve recommendations of the President to fill any vacancy of an elected officer
- C. **Meetings:** The Executive Committee shall meet monthly for the transaction of business
- D. **Quorum:** Five (5) members shall constitute a quorum for the Executive Committee

Article VIII – Nominations and Election of Officers

- A. Election of officers shall take place at the November meeting of the FCRWC. Installation of officers shall take place at the following December meeting of the FCRWC
- B. **Nominating Committee:**
 - 1. A Nominating Committee of three or five members shall be elected by the members of the FCRWC at the September meeting. Members of the Committee shall not succeed themselves and shall elect one member as Chairwoman.
 - 2. They shall obtain a list of eligible members from the Membership vice President
 - 3. At the October meeting, the Nominating Committee shall submit one nominee for each office to be filled
 - 4. Should a committee member be nominated for an office, and accept, they will immediately resign from the committee and any further participation in the nomination process.
 - 5. Following the report of the Nominating Committee nominations from the floor may be made. No one shall be eligible for nomination either by the Committee or from the floor unless consent to serve, if elected, has been given
- C. Voting shall be by ballot, and a majority of all votes cast shall constitute a winner in an election. If there is only one candidate for an office, voting may be by voice
- D. **Vacancies:**
 - 1. The Executive Committee may remove an officer for failure to perform her assigned duties, or for cause after she has received notification of same over a period of time (no less than three months).
 - 2. In the event an Officer is recommended for removal from office by the Executive Committee for failure to perform her assigned duties, or for cause the FCRWC President shall:
 - a. Nominate a replacement to fill the expired term (within 30 days of vacancy); notify FCRWC officers via email, phone, or text within 10 days of nominations and schedule a conference call or virtual meeting within 10 days of notification to vote on the nomination.

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- b. In the event the nominee is not approved by the majority of FCRWC officers the position will remain vacant until a nominee, determined by two officers appointed by the President, is presented at the next full FCRWC Executive Committee meeting and a vote is held at that time; nominations from the floor will be accepted.
- c. Upon approval by the FCRWC Executive Committee, present the nominee at the next full FCRWC meeting as the replacement for remainder of the vacancy's term.

E. Removal of the FCRWC President

- 1. In the event of a vacancy in the office of FCRWC President, the Programs Vice President shall assume the position immediately upon notification of vacancy
- 2. Removal of the FCRWC President shall be done by resignation, termination, or death
- 3. A written notice of effective date of resignation shall be sent to the Executive Committee
- 4. A termination of the FCRWC President shall require a notice from the Executive Committee of failure to perform assigned duties, for cause and after receiving a hearing with the Executive Committee no less than two times to discuss behaviors) related to a termination, and a failure to correct alleged behaviors, a majority vote by the Executive Committee shall constitute termination of the FCRWC President but not termination of her membership in the club. The Programs Vice President shall assume the position immediately upon notification of termination.
- 5. Upon notification of the death of the FCRWC President, the Programs Vice President shall assume the position immediately for the remainder of the term
- 6. A Programs Vice President shall be nominated under Article VIII,D.2.a.b.c

Article IX – Dues

- A. Dues for all membership categories (primary, associate, student), shall be determined by the Executive Committee, and paid annually
- B. Dues shall be payable on or before January 1
- C. New members added to the FCRWC roster after October 1st, and paying the required dues amount upon affiliation with the FCRWC, will be considered members in good standing for the following fiscal year

Article X – Meetings

- A. The FCRWC shall meet each month, except January at the time and place as determined by the Executive Committee
- B. Twenty-five percent (25%) of active members shall constitute a quorum
- C. In the event a meeting has to be cancelled due to circumstances beyond the control of the FCRWC then it shall be acceptable to hold the meeting by conference call or approved electronic (virtual) means with three days' (when possible) notice including an agenda for the meeting given to the members of the meeting.
 - 1. The vote shall be recorded by the secretary, or appointed designee, and maintained on the official record.

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2. Each vote shall be by roll call – unless there is less than 12 voting members present, whereupon a unanimous consent vote may be taken and recorded as same.

Article XI – Committees

- A. **Standing** committees: Programs, Membership, Budget, Fundraising and Bylaws
- B. **Ad hoc** committees:
 1. Audit Committee shall consist of two members of the FCRWC appointed by the Executive Committee for the annual audit of the Treasure's books. The Audit Committee shall present a report in writing at the February meeting of the FCRWC
 2. Nominating – refer to Article VIII
- C. **Appointed** committees: Achievement Awards, Campaign Activities, Support the Troops, Americanism, Legislation, and Public Relations.
 1. Other committees deemed proper and necessary shall be appointed by the President.
 2. The chairwoman of each appointed committee shall be named by the President with the consent of the Executive Committee
- D. The chairwoman of each **standing** committee shall present an outline of their proposed programs and plans to the Executive Committee

Article XII – Conventions

- A. The FCRWC shall budget for the President or her alternate, selected by the Executive Committee, a minimum of the registration fee for the purpose of attending the National Convention, and a minimum of the registration fee for the purpose of attending the State Convention.
- B. **Delegate Representation:**
 1. For the KFRW State Convention, the FCWRC will be entitled to the President, two delegates and two alternates
 2. For the NFRW Biennial Convention the FCRWC will be entitled to one delegate (the President or her alternate selected by the Executive Committee, and one alternate, and other delegates as delineated by the NFRW
- C. Delegates and alternates selected to attend the State, or National conventions shall be recommended by the Executive Committee to the membership for approval. Nominations may be made from the floor.
- D. Only an active member of the FCRWC is eligible to serve as a delegate or an alternate to conventions
- E. Representation at the State Board of Directors' meeting shall be as outlined by the KFRW Bylaws

Article XIII – Parliamentary Rule

- A. The Bylaws of the FCRWC shall govern all proceedings and deliberations of the same FCRWC. The most recent edition of "Robert's Rules of Order" shall govern all matters not covered by the Bylaws.

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Article XIV – Contributions to Candidates

- A. The FCRWC shall not donate any contributions to candidates for federal office.
- B. The FCRWC shall report all contributions to state and local candidates and state and county Republican parties to the Kentucky Registry of Election Finance in accordance with KREF reporting deadlines and guidelines.

Article XV Policies

- A. The FCRWC as a whole and its President and Campaign Activities Chair shall not publicly endorse any candidate for public office in contested Republican primaries, runoff elections, and special elections and/or nonpartisan elections when more than one Republican is in the race. Individual members may work for the candidate of their choice in contested Republican primaries, but not in the name of the Club or Federation. An officer of the organization whose spouse or family member is a candidate shall be exempt from this rule, however, they may not do so in the name of the organization or by utilizing logo or stationery of the NFRW, the state federation, or the local club.
- B. **Split ticket** Neither the FCRWC nor an individual member shall advocate a split ticket, support an opposition party candidate, or act against the NFRW or KFRW policies and bylaws
- C. **Other organizations** The FCRWC shall not affiliate with any political organization which is not officially recognized as working in concert with the KFRW, NFRW, and the Republican National Committee.

Article XVI – Amendments

- A. The Articles in these Bylaws may be amended, provided the amendment has been submitted in writing, signed dated and placed in the hands of the Executive Committee. The Executive Committee shall be required to present the amendment within thirty (30) days to the general membership to be accepted or rejected by a vote of two-thirds (w2/3) of the members present and voting.
- B. Bylaws revisions or amendments must be signed, dated, and submitted to the KFRW Parliamentarian within 10 days and become effective immediately upon approval by the membership of the FCRWC.
- C. The Bylaws must be reviewed every two years.

Article XVII Dissolution

The FCRWC may be dissolved by a two-thirds vote at any regular or special meeting of the club, provided that 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. In the event of dissolution, the Executive Committee shall, after payment of all liabilities of the club, distribute any remaining assets to the KFRW. No funds shall be distributed to any member or officer of the FCRWC. The right to use the name of a dissolved club shall revert to the KFRW.

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Prepared and Submitted by:

By-Laws Chair- Barb Ellerbrook

Date- May 31, 2023

Signed by FCRWC President. _____

Approved by KFRW _____