

**NEW BRAUNFELS REPUBLICAN WOMEN  
BYLAWS**

Approved as Amended May 3, 2011

**ARTICLE I. NAME**

The name of this organization shall be the New Braunfels Republican Women. The address of the club shall be P.O. Box 310008, New Braunfels, TX 78131-0008.

**ARTICLE II. OBJECTIVES**

**Section 1.** To be an official auxiliary to the duly constituted Republican organization in the State of Texas and to support the objectives and policies of the Republican National, State and County Executive Committees as well as those of the National Federation of Republican Women and the Texas Federation of Republican Women.

**Section 2.** To promote an informed electorate through political education.

**Section 3.** To increase the effectiveness of women in the cause of good government through active political participation.

**Section 4.** To facilitate cooperation among Republican Women of Texas, and to promote the welfare and growth of Republican Women's clubs nationwide.

**Section 5.** To foster loyalty to the Republican Party and to promote its ideals and candidates in all elections, to include non-partisan elections.

**Section 6.** To work for the election of the Republican Party's nominees on the local, state and national level.

**ARTICLE III. POLICY**

**Section 1.** This organization and its President and Campaign Activities Chairman shall not publicly endorse any candidate for office in contested Republican Primaries, Runoff Elections, Special Elections and non partisan elections in which there are two or more Republican candidates. **Endorsement Exemption:** This article pertains only to contests between Republican candidates for public office. Officers of this organization who are candidates, or whose husband, or a member of her family are candidates, shall be exempt from this rule but may not endorse in the name of the organization.

**Section 2.** Individual members of this organization, with the exception of the President and Campaign Activities Chairman, may work for any candidate of their choice in contested Republican Primaries, Runoff Elections and Special Elections but may not endorse in the name of the organization.

**Section 3.** This organization, its officers, and its members shall not issue statements or pass resolutions on controversial issues in the name of the club without first polling its members and obtaining a two-thirds (2/3) written vote of approval of the total membership.

**Section 4.** This organization shall not contribute any funds to a candidate for a primary or runoff election, prior to said election.

**Section 5.** Neither the club nor any individual member shall lobby using the name of either the Texas Federation of Republican Women or New Braunfels Republican Women without the express written permission of their respective Boards.

**Section 6.** No club shall publicly endorse or work for a known candidate of another party in a partisan or non-partisan race where a Republican is in the race. When more than one Republican is in a non-partisan or partisan race, no club, club president or Campaign Activities Chairman shall publicly endorse or work for any candidate in said race. If a club violates this policy, it shall be the responsibility of the TFRW Executive Committee to remove the club from the Federation. In accordance with NFRW bylaws, neither a State Federation nor a local club nor an individual member that advocates a split party ticket or supports a candidate running on an opposition ticket shall be admitted to or continue in membership.

**Section 7.** This club shall be a Political Action Committee and registered as such with the Texas Ethics Commission.

**Section 8.** This club may be dissolved by a two-thirds vote at any meeting of the local club, provided that notice of the dissolution has been submitted in writing at the previous meeting and has been sent by mail to all members of the local club. In the event of dissolution, the Board of Directors shall, after payment of all liabilities of the local club, distribute any remaining asset to the State Federation. None of the assets shall be distributed to any member or officer of the organization and the right to use the name shall revert to the State Federation.

## ARTICLE IV. MEMBERSHIP

**Section 1.** Eligibility: Any woman believing in the philosophy of the Republican Party and in the objectives of this organization shall be eligible for membership.

**Section 2.** An active member is a woman who meets the eligibility requirements of this club and pays the annual dues. She shall be a U.S. citizen. She shall be a registered voter. She shall enjoy the full privileges of membership. To be eligible to vote in club elections, a member must have paid her dues at least thirty days prior to the election and must have attended at least one meeting. She shall be counted only in this club for the purpose of delegate representation at the Texas Federation of Republican Women and the National Federation of Republican Women conventions and this will be the only club in which she may hold office. Her dues and name shall be submitted to the Texas Federation of Republican Women from this club only.

**Section 3.** This organization and its members shall be members of the Texas Federation of Republican Women and the National Federation of Republican Women and shall support their objectives and policies. This organization shall also pay the per capita dues and the annual service charges to TFRW and NFRW in a timely manner.

**Section 4.** An associate member is an active member of another Republican Women's club who wishes to be a member of more than one Republican Women's club by paying the required annual dues for associate membership. An associate member may not be listed on the roster to the Texas Federation of Republican Women and may not be counted for purposes of determining the number of delegates to the Texas Federation of Republican Women and National Federation of Republican Women meetings or conventions. Her name and dues will not be reported to the Texas Federation of Republican Women Headquarters. A female associate member who is a primary member of another Republican Women's club may attend meetings, but may not propose motions, have a voice or a vote, nor hold office.

**Section 5.** Republican men are eligible for associate membership upon payment of the required dues. Such members may attend meetings, but may not propose 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 regional, state or national meetings or convention. They are not considered members of the State or the National Federation, and their names and dues are not reported to the Texas Federation of Republican Women Headquarters.

**Section 6.** A Young Affiliate is a young teenage woman, age thirteen through seventeen, who wishes to be affiliated with a local Republican Women's club by paying the required annual dues. A Young Affiliate may not be listed on the roster to the Texas Federation of Republican Women from the subsequent local club, cannot be counted for purposes of determining the number of delegates to the Texas Federation of Republican Women or the National Federation of Republican Women meetings or conventions, and shall have no vote or voice at local club meetings. Her name and dues will not be sent to the Texas Federation of Republican Women Headquarters by the subsequent local club.

**Section 7.** An honorary member shall have all privileges of membership except when an active member of another local Republican Women's club. Honorary members shall pay no dues, and the local club shall pay their per capita dues to the Texas Federation of Republican Women and the National Federation of Republican Women, unless they are active members of another local Republican Women's club.

## ARTICLE V. DUES

**Section 1.** Membership dues for active members shall be no less than \$20.00 annually, which shall include State and National Federation per capita dues, payable on or before January 1 of each year, and shall be delinquent if not paid by March 1. Membership dues for an active member plus her spouse as an associate member shall be \$25.00 annually. Membership dues for male and female associate members and young affiliate members shall be \$10.00 annually, such dues to remain in the club treasury. Members who join after October 31<sup>st</sup> of each year will be considered members for the following year as well. Upon the recommendation of the Board of Directors dues shall only be changed by a majority vote of the club membership present and voting at a regular club meeting.

**Section 2.** The fiscal year of the organization shall be January 1 to December 31.

## ARTICLE VI. OFFICERS AND DUTIES

**Section 1.** All officers must be active members. The elected officers shall be President; First Vice-President; Second Vice-President, Programs; Third Vice-President, Membership; Fourth Vice-President, Campaign Activities; Fifth Vice-President, Public Relations; Secretary; Treasurer of the PAC, Corresponding Secretary, and Chaplain. Term of office shall be two year or until their successors are elected.

**Section 2.** Duties of officers:

- a. The President:

- 01) Shall preside at all meetings of the organization and the Board of Directors and Executive Committee.
  - 02) Shall appoint, with the approval of the Board of Directors, all committee chairmen except the Nominating Committee and those Standing Committees of which the Vice-Presidents are chairmen.
  - 03) Shall have the authority to reassign specific duties as necessary to accomplish tasks.
  - 04) Shall be an ex-officio member of all committees except the Nominating Committee.
  - 05) Shall prepare a program of action after consultation with the chairmen of the standing committees.
  - 06) Shall appoint a Parliamentarian.
  - 07) Shall follow the check signing procedure as adopted by the membership.
  - 08) Shall represent the organization at all times or designate someone as representative in her absence or inability to do so.
  - 09) Shall appoint an annual internal Financial Review Committee of at least three active members.
- b) The First Vice-President shall serve as aide to the President and as an ex-officio member of all committees, except the nominating committee. She shall perform the duties of the President whenever the President is absent or otherwise unable to serve.
- c) The Second Vice-President shall serve as chairman of the Programs Committee. She shall develop programs for each monthly meeting that will challenge, educate, train and strengthen members in areas that pertain to the political arena. She shall perform the duties of the President whenever the President and the First Vice-President are absent or otherwise unable to serve.
- d) The Third Vice-President shall serve as chairman of the Membership Committee. She shall establish annual membership goals and be responsible for spearheading membership growth. She shall develop and implement membership programs and incentives and maintain the club membership roster.
- e) The Fourth Vice-President shall serve as chairman of the Campaign Activities Committee. She shall set goals for the club and encourage members to become involved in campaigns and to run for office. She shall maintain up-to-date lists of all Republican candidates, shall be responsible for organizing candidate forums, and strive to increase club volunteer hours. She shall be a member of the County Headquarters Committee, and will work with the County Party to get volunteers when necessary.
- f) The Fifth Vice-President shall serve as chairman of the Public Relations Committee. She shall be the primary contact with the news media for the club and shall prepare press releases to present Republicans to the public in a positive and favorable light.
- g) The Secretary:
- 01) Shall keep a factual record of all proceedings of all meetings of the club and Board of Directors and Executive Committee, prepare and circulate minutes for the approval of the assembly and shall be custodian of the permanent records of this organization.
  - 02) Shall have the final responsibility for and be permanent custodian of all correspondence of this organization as designated by the President. She may be assisted in these duties by the Corresponding Secretary.
  - 03) Shall perform other such duties as the President may designate.
- h) The Treasurer of the PAC:
- 01) Shall receive and act as custodian of all operations funds of this organization and shall pay all such bills upon authorization.
  - 02) Shall keep an account of all monies received and disbursed by her and shall file a monthly report to the membership.
  - 03) Shall, by December 31, submit her financial records to an internal review committee of club members appointed by the President for the end of year internal review.
  - 04) Shall keep an up-to-date roster of the membership.
  - 05) Shall work with the TFRW PAC Chairman.
  - 06) Shall be bonded, the bonding fee to be paid by the organization.
- 07) Shall be registered with the Texas Ethics Commission and file all reports required by the TEC in a timely manner to meet their deadlines.
- 08) Shall ensure that adequate records are available as required by the Texas Ethics Commission and Texas election laws and shall file all reports required by them in a timely manner.
- 09) This club shall indemnify the Treasurer of the PAC, her heirs, executors, administrators and assigns against expenses, including attorney's fees, reasonably incurred by her in connection with the defense of reason of her being or having been Treasurer of the PAC, except in relation to matters at to which she shall finally be adjudged in such action, suit or proceeding

to be liable for negligence or misconduct in the performance of a duty.

10) Shall appoint with the approval of the president an Assistant PAC Treasurer who shall serve in the absence of the Treasurer of the PAC and perform all duties of the office.

- i) The Corresponding Secretary shall be responsible for maintaining the mailing lists of the club, creating club meeting announcements and other necessary communications, and mailing this correspondence. She shall also update club members with e-mail announcements as necessary.
- j) The Chaplain shall lead this club in prayer and in the pledge of allegiance to the United States flag and in the salute to the Texas flag before each club meeting and before meetings of the Board of Directors.

**Section 3.** The officers and committee chairmen of this organization shall keep a permanent file of the reports, correspondence and activities pertaining to the office. At the end of the term of office these files and a report of their activities shall be given by each officer and chairman to her successor no later than twenty days after their terms have expired.

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

**Section 1.** The Board of Directors shall consist of the elected officers, the chairman of the standing committees, and the immediate past-president. Any club member who serves on the NFRW or TFRW Board of Directors shall also serve on the Board of Directors. Any SREC member who is a woman and an active member of this club shall be a member of the Board of Directors. All officers and committee chairmen shall be registered voters. All members of the Board of Directors may propose motions, have a voice and a vote. A quorum of the Board of Directors shall be a majority of its membership.

**Section 2.** The Board of Directors shall have authority to transact business of the organization that may be necessary between meetings, to make recommendations as to policies, actions and financial disbursements as the Board deems appropriate, and to advise the President. They shall also fill vacancies that occur between elections, by a two-thirds vote of the Board present and voting, provided that a quorum is present, with the exception of a vacancy in the presidency, in which case the Vice President shall assume the office of President and the Board of Directors shall elect a Vice President.

**Section 3.** The Board of Directors shall meet at the call of the President or upon request of one-fourth of the total Board membership.

**Section 4.** The Board of Directors shall have the authority to remove by a two-thirds (2/3) vote any of its own members who do not fulfill the duties of the position to which they were elected or appointed.

**Section 5.** The Executive Committee shall consist of the elected officers and the immediate past president. In case of emergency, the Executive Committee can act to fulfill the responsibilities of the organization. All actions of the Executive Committee shall be ratified by the Board of Directors. A quorum of the Executive Committee shall be a majority of the elected officers. The president shall be authorized to call meetings of the Executive Committee or upon the request of any three members of the Executive Committee.

**Section 6.** The Executive Committee shall have the authority to remove from office or position by a two-thirds (2/3) vote any member of the Board of Directors, or individual member, who does not support the policies and objectives stated in the bylaws of the NFRW, TFRW, or club, or who is causing damage to the club's financial stability or reputation.

**Section 7.** A vote may be conducted by mail, telephone, facsimile, or email between meetings of the Board of Directors. A decision can be rendered only after written documentation has been received from a majority of the Board of Directors.

## **ARTICLE VIII. COMMITTEES**

**Section 1.** The suggested standing committees of this organization shall be: Awards, Campaign Activities, Caring for America, Courtesy, Guadalupe County Outreach, Historian, Hospitality, Issues and Legislation, Linden Anderson Memorial Scholarship, Literacy, Membership, Newsletter, Political Action Committee (PAC), Programs, Public Relations, Telephone, Tour of Homes, Ways and Means, and Website. The chairmen of these committees shall be appointed by the president of the organization with the approval of the board, except those standing committees chaired by elected vice presidents. Other standing committees may be established as deemed necessary by the president and/or a majority vote of the Board of Directors.

**Section 2.** The Finance Committee shall be composed of the immediate past officers and the current officers. The current president shall preside as chairman of the committee. When the committee meets following elections of new officers but before they assume their official duties, the committee will be composed of the current officers and the officers elect.

**Section 3.** The Internal Financial Review Committee shall review the Pac Accounts at the end of the fiscal year, and shall submit a report to the board for approval.

**Section 4.** The Chairman of the Political Action Committee (PAC) shall serve as the Treasurer of the New Braunfels Republican Women PAC Account. In this capacity, she shall disburse the funds, keep the records, and file all reports with the Texas Ethics

Commission. She shall abide by Texas Election Laws and the opinions issued by the Texas Ethics Commission. She shall report all contributions to candidates in a method to be determined by the board and all decisions relative to the distribution of funds shall be approved by the Board of Directors. She shall be bonded, the bonding fee to be paid by the organization.

**Section 5.** Special Committees include Nominating, Internal Financial Review, Finance, Bylaws, and any other special committees that may be deemed necessary by the President or the Board of Directors. Special Committee chairmen shall not have a voice or a vote at meetings of the Board of Directors. Members of the Nominating Committee shall not succeed themselves. The parliamentarian shall serve as a voting member of the Bylaws Committee.

**Section 6.** The duties of the standing committees shall include those duties set forth by the State and National Federations and/or as designated by the President or Board of Directors.

**Section 7.** All Committees shall report to the club at regular meetings as deemed necessary by the President or the Board of Directors.

#### **ARTICLE IX. MEETINGS**

**Section 1.** Regular meetings of this organization shall be held on the third Monday of each month, unless otherwise ordered by the Board of Directors. At least eight monthly meetings will be held yearly.

**Section 2.** Special meetings may be called by the President, the Board of Directors or upon the request of one-fourth of the active membership. The purpose of the meetings is to be stated in the call and no other business shall be considered at the special meeting except that which is stated in the call to the meeting.

**Section 3.** A quorum for a meeting of this organization shall be fifteen percent of the voting membership.

#### **ARTICLE X. NOMINATIONS AND ELECTIONS AND TERMS OF OFFICE**

**Section 1.** A Nominating Committee of not less than three active members shall be elected by the membership at the August meeting in even numbered years. The Nominating Committee shall elect its chairman from one of its own members. This Committee shall report one nominee for each office at the September meeting, and the election shall be held at the October meeting. Prior consent of said nominee must be obtained. Installation of the elected officers shall be held at a time determined by the Board of Directors.

**Section 2.** Nominations for office may also be made from the floor at the time the elections are held. Prior consent of all nominees must be obtained.

**Section 3.** Nominees shall be active members in good standing of this club and shall be in accord with the objectives, bylaws and policies of this organization and those of the Texas Federation of Republican Women.

**Section 4.** Elections shall be by ballot when there is more than one nominee for an office. When there is only one nominee, the election may be by voice vote.

**Section 5.** The term of office for officers and chairmen shall be for two years, and they shall serve no more than two consecutive terms. The term of office shall be from January 1 following election through December 31 two years hence, or until their successors are elected. The date of the installation service is not required to coincide with when the officers begin their respective duties.

#### **ARTICLE XI. REPRESENTATION**

**Section 1.** This organization may be represented at the Biennial State Convention by one delegate and one alternate for each ten (10) members and an additional delegate and alternate for a remainder of six to nine members. Delegates and alternates must be active members, and shall be selected on or before the August meeting of this organization.

**Section 2.** This organization may be represented at the Biennial National Convention by one delegate and one alternate who shall be active members. The delegate and alternate shall be elected at the May meeting of this organization.

#### **ARTICLE XII. PARLIAMENTARY AUTHORITY**

The latest edition of *Robert's Rules of Order Newly Revised* shall govern this organization in all proceedings except those inconsistent with the provisions of the bylaws and finance plan of this organization and bylaws of the State and National Federation of Republican Women.

#### **ARTICLE XIII. AMENDMENTS**

These bylaws may be amended by a two-thirds (2/3) vote of the active members present and voting at any regular or special meeting of this organization or adjourned session thereof, provided notice of the proposed amendment has been sent in writing to all members at least thirty days prior to the meeting.

