



# **Cobb County** **Republican Women's Club** **Bylaws**

**Attribution**

The CCRWC offers special thanks to the Bylaws Committee who worked diligently to revise these bylaws. Each member was an asset because of her background as a parliamentarian, community leader, and contract and bylaws writer for various organizations:

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## Revision History

Supersedes	Modifications	Current Version
N/A	The bylaws were originally written October 1964.	1.0
1.0	The bylaws were revised in 1994.	2.0
2.0	The bylaws were amended in April 2003 and 2005.	3.0
3.0	The Bylaws Committee revised these bylaws in January-May 2010 to align them with the bylaws of the GFRW and NFRW and to define the current working practices. The CCRWC members voted to accept these bylaws in May 2010.	4.0
5.0	The Bylaws Committee reviewed and amended these Bylaws in March to June 2013. CCRWC voting members adopted the amendments on July 26, 2013.	6.0
6.0	The Bylaws Committee revised these Bylaws in Feb-April 2015. CCRWC voting members adopted the amendments on June 26, 2015	7.0

## Abbreviations

Abbreviation	Definition
CCRWC	Cobb County Republican Women's Club – Chartered in 1964 by 27 women, including the first president Lee Ague Miller. For additional information, go to: <a href="http://www.ccrwc.org">www.ccrwc.org</a> .
FDIC	Federal Deposit Insurance Corporation
FEC	Federal Election Commission
FSLIC	Federal Savings and Loan Insurance Corporation
GFRW	Georgia Federation of Republican Women – For additional information, go to: <a href="http://www.gfrw.org">www.gfrw.org</a> .
IRS	Internal Revenue Service
NFRW	National Federation of Republican Women – For additional information, go to: <a href="http://www.nfrw.org">www.nfrw.org</a> .
RNC	Republican National Committee – <a href="http://www.gop.com">www.gop.com</a> .
SOP	Standard Operating Procedures

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## **ARTICLE I - Name**

### **Section 1 - CCRWC/GFRW/NFRW**

The name of this organization is the COBB COUNTY REPUBLICAN WOMEN'S CLUB and is hereinafter referred to as "**CCRWC**."

The CCRWC shall be a member of the Georgia Federation of Republican Women and the National Federation of Republican Women, hereinafter referred to respectively as "**GFRW**" and "**NFRW**."

## **ARTICLE II - Mission and Purpose**

### **Section 1 - Declaration**

The Mission and Purpose of this organization is to:

- A. Prepare women for positions in government, and to act as a supportive arm for our Republican candidates who seek to serve our community, state, and country by working diligently to ensure their election or re-election.
- B. Promote an informed electorate through political education.
- C. Increase the effectiveness of women by promoting "good government" through active political participation.
- D. Foster loyalty to the Republican Party and to promote its principles and ideals in all elections, including non-partisan elections.
- E. Support the objectives and policies of the NFRW and the Republican National Committee (RNC) and to work for the election of Republican candidates.

## **ARTICLE III - Membership**

### **Section 1 - Eligibility**

- A. Voting membership in this organization shall be extended to all women who share the Republican philosophy and who are in agreement with the mission and purpose of this organization.
- B. Each member shall be a registered voter.

- C. Only Cobb County residents can hold elected office in CCRWC.
- D. Must be sponsored by a Member in good standing.
- E. An applicant may be denied membership by a 2/3 vote of the Executive Committee. Causes for denial of membership can be, but are not limited to, any of the following:
  - a. Currently participating in activities of other political parties
  - b. Publicly supporting a candidate running on an opposition ticket
  - c. Convicted of a felony
  - d. Misconduct and/or objectionable conduct that reflects negatively upon CCRWC, GFRW and/or NFRW
  - e. Has not been sponsored by a member in good standing.

### **Section 2 - Dues**

- A. Voting Members shall have paid dues EFFECTIVE JANUARY 1 OF EACH YEAR; and shall be a member in good standing, sixty (60) days prior to the election of officers, in order to be eligible to vote in the election of Officers.
- B. Dues must be current.
- C. Voting Members must have paid dues in CCRWC sixty (60) days prior to becoming an elected officer.
- D. A member must have served in the capacity of a Standing Committee Chair on the Board of Directors for at least two (2) years before being eligible for an elected office.
- E. New members joining after July 1 shall pay one-half (1/2) annual dues. On January 1 of the following year, they shall be billed for the entire membership year. New members shall be eligible to vote in an election of officers provided they are in good standing sixty (60) days prior to the election.

### **Section 3 - Classification of Membership**

- A. There shall be six (6) classifications of membership:
  - 1. Honorary



2. Life
3. Voting
4. Associate
5. Student Associate
6. Student

Honorary Membership may be granted to an individual who has made an outstanding contribution to the Republican Party and the CCRWC with the following conditions:

1. Honorary Membership shall not carry voting privileges or require payment of dues.
2. If an Honorary Member otherwise meets the requirements for Voting Membership, an individual who has been granted Honorary or Life Membership may obtain voting privileges upon payment of required dues.

Life Memberships are granted to members who have demonstrated the highest degree of dedication and service to the CCRWC.

1. Life Membership shall not carry voting privileges or require payment of dues.
2. If a Life Member desires to vote and is eligible for Voting Membership status, payment of dues is required.

#### Voting Membership

1. When Voting Membership is held in another Federated Republican Women's Club other than CCRWC, such member may belong to the CCRWC as an Associate Member and shall not have the right to make motions, hold office or serve as a Committee Chair, have a voice in debate, or vote within the CCRWC.
2. An individual may be a Voting Member of only one organization.
  - a. When membership is held in more than one Federated Republican Women's Club, a member must declare in which club she wants to exercise her voting privilege.
  - b. If the member chooses the CCRWC, then membership is reported by the CCRWC to the GFRW and the NFRW.

#### Associate Membership

1. Shall not be recorded with the GFRW and the NFRW.

2. Republican men may be eligible for Associate Membership only and upon payment of required annual dues.
3. Associate members may attend meetings, but do not have the right to:
  - a. Vote
  - b. Make motions
  - c. Have a voice in debate
  - d. Hold office
  - e. Serve as a Committee Chair
  - f. Count for the purpose of determining the number of delegates to the GFRW state conventions

#### Student Membership

1. Student Membership shall be granted to an undergraduate or post-graduate level female student, and this Student Member shall have the same voting privileges as a Voting Member, upon payment of required dues.
2. Annual proof of enrollment (i.e., a copy of a current class schedule or student ID) may be requested before membership is granted.

#### Associate Student Membership

1. An Associate Student member is not recorded with the GFRW or the NFRW.
2. Republican males or females may be eligible for Associate Student Membership only and upon payment of required annual dues.
3. Associate Student members may attend meetings, but do not have the right to:
  - a. Vote or be counted for the purpose of determining the number of delegates to the GFRW and the NFRW conventions
  - b. Make motions
  - c. Hold office
  - d. Serve on committee or serve as a committee chair

### **ARTICLE IV - Dissolution of Club**

#### **Section 1 - Rights, Assets, and Liabilities**

- A. The CCRWC may be dissolved by a two-thirds (2/3) vote of the members present at any regular meeting of CCRWC provided that written notice from the Executive

Committee by U.S. mail or electronic means has been sent to each Voting Member and the GFRW at least fifteen (15) days prior to said meeting. Such notice must indicate that a vote will be taken at the meeting to dissolve the CCRWC.

- B. If the membership votes to dissolve, all CCRWC assets (after payment of liabilities) shall be distributed to GFRW within thirty (30) days of said vote, along with the most recent/current Treasurer's report and the NFRW Club Charter.
- C. The right to use the name of the dissolved club shall revert to the GFRW.
- D. None of the assets shall be distributed to any member or officer of CCRWC. All distributed assets shall be in accordance with these Bylaws and then only upon such terms and conditions specified by the GFRW.

## **ARTICLE V - Removal of Membership**

### **Section 1 - Basis for Removal**

A member may be removed from membership for the following reasons:

- A. Non-payment of dues and after a 30-day written notice from the Membership Committee.
- B. Advocating a split party ticket.
- C. Publicly supporting a candidate running on an opposition ticket.
- D. Non-compliance or to be in conflict with the CCRWC, the GFRW, or the NFRW Bylaws, in any instance.
- E. Misconduct and/or objectionable conduct that reflects negatively upon CCRWC, GFRW and/or NFRW.
- F. Unauthorized use of the CCRWC logo.

### **Section 2 - Removal Process**

- A. The Board of Directors must be notified in writing by the President ten (10) days prior to voting to remove a member. All removals from membership must be by two-thirds (2/3) vote of the Board of Directors.
- B. The decision of the Board of Directors must be provided in writing to the member being removed at least fifteen (15) days prior to the removal from the CCRWC.

**ARTICLE VI - Reinstatement to Membership**

**Section 1 - Conditions**

- A. A member who has been removed from membership for any cause, other than non-payment of dues, may be reinstated under the following conditions:
  - 1. Back dues are paid in full.
  - 2. A membership application is completed.
  - 3. The Executive Committee approves with a two-thirds (2/3) vote.
- B. A member who has been removed for Non-Payment of dues only may be reinstated as follows:
  - 1. Back dues are paid in full.
  - 2. A membership application is completed.

**ARTICLE VII - Endorsement of Candidate**

**Section 1 - Restrictions**

- A. The CCRWC shall not endorse a candidate in a primary election between two or more Republicans.
- B. As an Elected Officer by CCRWC, said officer shall not endorse a candidate in a primary election between two or more Republicans.
- C. There shall be no endorsement of candidates in contested races for county, district, state, or national Republican Party office.
- D. A member may not use his/her affiliation with CCRWC, GFRW or NFRW in any political endorsement in contested races.

**ARTICLE VIII - Officers and Their Duties**

**Section 1 - Officers**

The following shall be Officers of the CCRWC:

- President
- President-Elect

- Immediate Past President
- Vice President
- Recording Secretary
- Corresponding Secretary
- Treasurer
- Assistant Treasurer

**Section 2 - Term of Office**

- A. Officers, except the President, shall be elected annually for a term of one (1) year. At the close of her office, the President-Elect automatically advances to President for a term of one (1) year.
- B. Following the election of officers, the President's one (1) year term of office shall be from January 1 through December 31 with Formal Installation being prior to December 31<sup>st</sup>. The President serves until her successor takes office on January 1.
- C. The President-Elect and President must have served in the capacity of a Standing Committee Chair for at least two (2) years and shall have served as a member of the Executive Committee as an elected officer for at least (1) year.
- D. Only Cobb County residents are eligible to hold office in the CCRWC, and all officers must be in good standing.

**Section 3 - Limits**

- A. The Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and Assistant Treasurer shall serve no more than two (2) terms in any one of these Offices.
- B. The President may serve as President-Elect and then President after serving a full term as Immediate Past President; but in no case shall serve more than two (2) terms each as President-Elect and President.

**Section 4 - Officer Duties**

- A. Duties of the President
  - 1. Presides at all meetings of the Executive Committee, the Board of Directors, and the General Membership.
  - 2. Signs checks, and instructs and supervises the collection, disbursement and deposit of funds when the Treasurer is unavailable.

3. Assists the Treasurer and Finance Committee Chairman during the preparation of the annual budget.
4. Presents the annual budget to the Executive Committee for review and recommendations and to the Board of Directors for approval by February 28.
5. Represents the CCRWC at all times, but in her absence, her representative is the President-Elect, the Vice President, or a designee.
6. Serves as the club delegate for the GFRW and the NFRW Biennial Conventions.
7. Serves as a voting member on the Cobb County Republican Party Executive Committee and the Cobb County Republican Party Committee Meetings.
8. Serves as an ex-officio member of all committees, except the Nomination Committee.
9. Serves on the GFRW Board of Directors, attends GFRW Board Meetings and Conventions, and has a Vote and Voice at GFRW Board Meetings and Conventions.
10. Is responsible for notifying members about all CCRWC and GFRW Board Meetings.
11. Appoints a Parliamentarian and a Chaplain.
12. Appoints, with the exception of the Nominating Committee, all Standing and Special Committee Chairmen with the approval of the Executive Committee and makes other appointments, as necessary, to conduct the business of CCRWC.
13. Receives and reviews all expenditures and receipts of the CCRWC quarterly.
14. Shall have the power to sign contracts approved by the Executive Committee.
15. Establishes all professional relationships and is the primary contact during her term of office, unless otherwise designated.
16. Shall submit an Annual Summary of Events to the Board of Directors at the November Board Meeting.
17. Shall direct the Newsletter and e-Newsletter Chairman to send out and/or distribute both Newsletters.

B. Duties of the President-Elect

1. Performs the duties of the President in her absence.
2. Oversees assigned committees and chairpersons.
3. Acts as a liaison to all Committee Chairmen.
4. Attends all club meetings and functions.
5. Attends at least one GFRW Board of Directors Meeting.

6. Supports the President to achieve her goals and activities.
7. Performs other assigned duties as may be assigned by the President.
8. Serves as the club Alternate to NFRW Biennial Convention if the Immediate Past President is unable to attend.

C. Duties of Vice President

1. Performs the duties of the President in the absence of both the President and the President-Elect.
2. Oversees her assigned committees and chairmen.
3. Oversees new member materials and hosts new member events with the Membership Chairman.
4. Attends at least one GFRW Board of Directors Meeting.
5. Attends all club meetings and functions.
6. Performs other assigned duties as may be assigned by the President.

D. Duties of the Recording Secretary

1. Keeps the minutes of all meetings of the Board of Directors and the General Membership.
2. Keeps the record of attendance of Board of Directors and General Membership Meetings.
3. Keeps the Minutes Book, all reports, and all official documents, except the financial records.
4. Makes all official documents open to the membership, but with Recording Secretary present.
5. Is the custodian of all records and contracts, except financial records, and makes them available to the Executive Committee and/or the Board of Directors.

E. Duties of Corresponding Secretary

1. Serves in the absence of the Recording Secretary.
2. Conducts the correspondence of the CCRWC as approved by the Executive Committee or the Board of Directors.
3. Oversees committees and chairpersons as assigned by the President, keeping a file of all correspondence and making it available at all times to the Executive Committee.

4. Orders and distributes correspondence materials, such as stationery, notes, cards, postage, etc.
5. Performs other assigned duties as may be assigned by the President.

F. Duties of the Treasurer

1. Serves as the custodian of all operating funds of the organization.
2. Deposits promptly all funds in the bank approved by the Executive Committee.
3. Deposits all checks/funds paid to the CCRWC within ten (10) days of receipt.
4. Disburses funds, as directed by the Executive Committee or Board of Directors.
5. Prepares an annual budget with the assistance of the President and the Finance Committee Chairman.
6. Presents the proposed budget for review and recommendations to the Executive Committee and recommends to the Board of Directors.
7. Serves as ex-officio member of the Finance Committee.
8. Sits on all committees where funds are expended and has general supervision of all expenditures.
9. Provides monthly written reports of receipts and disbursements for all meetings and as directed by the President.
10. Oversees assigned committees and chairman as directed by the President.
11. Submits all books and records to the Audit Committee for an annual review at the end of the fiscal year.
12. Sends payment with the membership report to GFRW for NFRW and GFRW membership dues and for the NFRW service charge each year.
13. Delivers the CCRWC Books to the Assistant Treasurer for reconciliation each month.
14. In November and following the election of the new Treasurer, the newly elected Treasurer begins working with the current Treasurer to ease the transition of duties.
15. Coordinates with the Membership Committee Chairman to ensure that the membership records and dues are accurate and balanced in a master spreadsheet or database (e.g., MS-Excel or MS-Access)
16. Prepares and files all IRS, FEC, state, and local forms that are required by law.
17. Provides the President and the Finance Committee with an open book review quarterly on expenditures and deposits.



18. Sends notices of unpaid dues or expenses to members, and notifies members that they may be removed from membership.
19. Performs such other duties as may be assigned by the President.

#### G. Duties of the Assistant Treasurer

1. Takes reservations and compiles an RSVP list for events, and confirms the reservation count with the facility and the CCRWC Event Coordinator or committee chairman (if applicable).
2. Collects and delivers all funds to the Treasurer for deposit within ten (10) days of receipt.
3. Is authorized to sign checks if the Treasurer is unavailable.
4. Orders and distributes name badges, and has paper nametags available for all meetings and events.
5. Prepares and distributes GFRW and NFRW membership cards to all paid Voting Members, if cards are issued by the GFRW or NFRW.
6. Reconciles monthly the original bank statement with all CCRWC books, records, and/or checkbooks. Original statements must be received by U.S. Mail or directly from the CCRWC banking institution. On-line statements are not allowed for reconciliation purposes.
7. Assists the Finance Committee with the Annual Budget.
8. Performs such other duties as may be assigned by the President.

#### H. Duties of the Immediate Past President

1. Serves as a member of the Executive Committee.
2. Supports the President to achieve her goals and activities.
3. Serves as the chairman of the Program Committee for the monthly meetings by locating and securing speakers to fulfill the President's goals and agenda.
4. Serves as the club Alternate to the NFRW Biennial Convention.

### **ARTICLE IX - Parliamentarian, Chaplain, Historian**

#### **Section 1 - Parliamentarian**

- A. Is appointed by the President with the approval of the Executive Committee.

- B. Has a solid understanding of the CCRWC Bylaws, CCRWC Policies and Standing Rules, and Robert's Rules of Order (newly revised-current edition). Maintains a copy of the GFRW and NFRW Bylaws for reference.
- C. Advises and assists the President, the Executive Committee, and the Board of Directors in parliamentary procedure, according to latest revised version of Robert's Rules of Order, the CCRWC Bylaws, and the CCRWC Policies and Standing Rules.
- D. Has no vote, except in the case of a ballot/paper vote.
- E. Maintains a current hard copy and an electronic version of these bylaws; making them available to the Board of Directors and Executive Committee in an unaltered state until, and if, there are adopted revisions.
- F. Serves as an observer and advisor at any elections requiring paper ballots; and presides over the counting of all ballots.
- G. Shall verify all votes before ballots leave the voting location. Ballots not tallied and verified before they leave the voting location shall be null and void.
- H. Shall be a member of CCRWC in good standing and hold no other voting position.
- I. Shall formulate, by February, the "Action Dates" Calendar for the Executive Committee and the Board of Directors, in accordance with the dictates of these Bylaws.

## **Section 2 – Chaplain**

- A. Is appointed by the President with the approval of the Executive Committee.
- B. Performs Invocations and Grace (Blessing of the Meal), at the direction of the President, at all or any CCRWC functions and/or events.
- C. Advises and assist the President, the Executive Committee, and the Board of Directors on any spiritual and/or emotional needs of the Executive Committee, Board of Directors and the members at large.
- D. Has no vote, but does have a voice at Board Meetings.
- E. Ministers to the members in need of help and/or assistance.
- F. Serves as a spiritual advisor to the President and members of the Board of Directors.

**Section 3 – Historian**

- A. Is appointed by the President with the approval of the Executive Committee.
- B. Subscribes to all local newspaper outlets for either newspapers or online newspaper internet sites, in order to ascertain published information regarding CCRWC events or activities.
- C. Has no vote, but does have a voice at Board Meetings.
- D. Maintains a pictorial or paper document Record of the sitting President's year, to include, newspaper accounts, invitations, programs of events, pictures, etc.
- E. Develops a Scrapbook and/or CD or hard disc copy of events and occurrences of the sitting President's year.
- F. Prepares a Scrapbook and/or disc for presentation to the President at the Out-Going Ceremony in January of the following year, and presents the Scrapbook/disc as a memorial Gift to the out-going President.

**ARTICLE X - Officer's Records****Section 1 - Transition**

Officers and committee chairman shall deliver all records, files, and properties of the CCRWC to their successors by January 1st with the exception of the Treasurer, who shall deliver all records/files upon completion of the Annual Audit, but no later than February 1.

**ARTICLE XI - Executive Committee****Section 1 - Composition**

The Executive Committee consists of the elected officers and the Immediate Past President.

**Section 2 - Orientation**

New Officers shall meet within one (1) month after the election.

**Section 3 - Duties**

The Duties of the Executive Committee are as follows:

- A. Has jurisdiction over membership applications for removal and reinstatement of memberships to the CCRWC.
- B. Approves the President's recommendations for chairmen of Standing and Special Committees.
- C. Directs the Treasurer to disburse funds in accordance with the annual budget as adopted by the Board of Directors.
- D. Approves the bank(s) that are members of the Federal Deposit Insurance Corporation (FDIC) or the Federal Savings and Loan Insurance Corporation (FSLIC) where the funds are deposited.
- E. Recommends the CCRWC annual budget to the Board of Directors and oversees the collection and disbursement of funds.
- F. Approves the Policies and Standing Rules.
- G. Recommends sites for meetings and special events to the Board of Directors for approval.

**Section 4 - Meetings**

- A. Meetings of the Executive Committee are held no fewer than three (3) times each year.
- B. Additional called meetings are held at the discretion of the President or President-Elect or upon written request of at least five (5) members of the Executive Committee.
- C. Special meetings of the Executive Committee may be held at the call of the President, President-Elect, or by written request of at least five (5) Executive Committee members is required.
- D. At least seven (7) days notice is required for called meetings.

**Section 5 - Quorum**

In addition to the President or President-Elect, four (4) members constitute a quorum for all meetings of the CCRWC Executive Committee.

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**ARTICLE XII - Board of Directors****Section 1 - Composition**

- A. The Voting Members of the Board of Directors consists of the elected officers, the immediate past club president, and chairmen of all Standing Committees. Voting Members shall have a vote and a voice.
- B. Non-voting members of the Board of Directors include the vice chairman of Standing Committees, chairmen of Special Committees, chaplain, historian, parliamentarian, and any past presidents who desire to serve. Non-voting members shall have a voice.
- C. Non-voting members of the Board of Directors shall be all Ad Hoc Committee chairmen. Non-voting members shall have a voice.

**Section 2 - Duties**

- A. Transacts any necessary business between meetings.
- B. Makes recommendations for the Policies and Standing Rules, and Standard Operating Procedures (SOP).
- C. Fills Board of Directors and elected officers vacancies that may occur between elections, according to Article XV of these bylaws.
- D. Adopts the annual budget.
- E. Appoints a committee that consists of three (3) members who are responsible for auditing the Treasurer's books at the end of the fiscal year and before the books are turned over to the successor.
- F. Elects three (3) members and (1) alternate from the club membership to comprise the Nominating Committee at the July meeting of the Board of Directors.
- G. Reviews the Audit Committee's report and presents the audit report to the membership for acceptance.

**Section 3 - Quorum**

Five (5) Standing Committee chairmen and at least two (2) elected officers constitute a quorum for all CCRWC Board of Directors Meetings.

**Section 4 - Meetings**

- A. Meetings of the Board of Directors shall be held before General Membership Meetings at such a place and time as are recommended by the President and approved by the Board of Directors.
- B. Fifteen (15) days notice shall be given to members of the Board of Directors, except for special or emergency meetings for which seven (7) days notice is required.
- C. Special meetings of the Board of Directors may be called by the President or shall be called at the written request of seven (7) voting members of the CCRWC Board of Directors. The purpose of the meeting must be stated in the Notice and no other business may be transacted. At least seven (7) days written notice shall be given to each Board member, including the time, place, and purpose of the meeting.

**Section 5 - Removal from the Board of Directors**

- A. An appointed member of the CCRWC Board of Directors can be removed for misconduct—neglecting or failing to perform duties without cause—with the approval of two-thirds (2/3) vote of the members of the Executive Committee and with thirty (30) days written notice sent to the Executive Committee via certified U.S. Mail with return receipt requested.
- B. A member in an elected position may be removed from office with the approval of a two-thirds (2/3) vote of the Voting Members of the CCRWC Board of Directors and with thirty (30) days written notice sent to the Board of Directors via certified U.S. Mail with return receipt requested.

**ARTICLE XIII - Nominating Committee and Nominations****Section 1 - Nominating Committee and Nominations**

- A. The Nominating Committee is comprised of five (5) members and two (2) alternates.
- B. Election of Nominating Committee and Alternates
  - a. Three (3) members and one (1) alternate shall be elected by the Board of Directors at their July meeting.
  - b. Two (2) members and one (1) alternate shall be nominated and elected by the membership-at-large during the July General Membership Meeting.
  - c. The President and President-Elect may not serve on the Nominating Committee.

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- C. Members of the Nominating Committee shall elect a chairman and secretary from their own number.
  - D. A Nominating Committee member shall not serve two consecutive terms on the Nominating Committee.
  - E. Any member who wishes to seek a position on the Executive Committee shall not accept the nomination to serve on the Nominating Committee. Members elected to the Nominating Committee are ineligible for any position on the Executive Committee.
  - F. If a vacancy occurs on the Nominating Committee due to the resignation of a committee member, the vacancy shall be filled by one of the two alternates, elected by the majority of the members of the Nominating Committee.
  - G. Requests for nominations from the membership for elected officers shall be published on the club website in addition to the qualifications for candidates, officer duties, and a timeline for information submission from candidates to the Nominating Committee.
  - H. A scheduled in-person meeting shall be established by the Nominating Committee to meet each qualified candidate in good standing seeking an elected office.
  - I. Written credentials from each candidate should be sent to each member of the Nominating Committee prior to the in-person meeting.
  - J. Selects one (1) nominee for each elected office and submits the names in a report to the Executive Committee and Board of Directors at their September meeting.
  - K. Voting members shall be notified of the proposed slate of officers at least fifteen (15) days prior to the September General Membership Meeting. The Nominating Committee's proposed slate shall be presented at the September General Membership Meeting, and the President shall open the floor for nominations.
  - L. All members shall be given written notice of all nominations fifteen (15) days prior to the November General Membership Meeting during which the election of officers shall take place.
  - M. Prior to election, each selected nominee selected by the Nominating Committee shall have given her written consent to serve if elected and agree to perform all duties of the office as set forth in the Bylaws. This agreement shall be on a form provided by the Nominating Committee.

- N. Nominations may be made from the floor following the report of the Nomination Committee with the written permission of the individual being nominated. The nominee shall have given her written consent to serve if elected and agree to perform all duties of the office as set forth in the Bylaws. This agreement shall be on a form provided by the Nominating Committee.

## **ARTICLE XIV - Elections and Installation**

### **Section 1 - Voting**

- A. Elections shall be held annually at the November general membership meeting.
- B. Elections shall be by ballot and a majority of all votes cast shall constitute an election.
- C. Where there is only one (1) candidate the election shall be via voice vote.

### **Section 2 - Installation**

- A. The installation of Officers shall be immediately following the election at the November General Membership Meeting.
- B. Installation of elected Officers shall be performed by a current or former NFRW or GFRW officer or district director.
- C. Installed Officers shall assume their respective duties effective January 1 of each year.

## **ARTICLE XV - Vacancies in Office**

### **Section 1 - Vacancies**

- A. A vacancy in an elected office other than the President or President-Elect shall be filled by election by the Board of Directors at a called meeting following the vacancy.
- B. Notice of such vacancy shall be given to the members of the Board of Directors seven (7) days prior to the meeting to fill the vacancy.
- C. A vacancy in the office of President shall be filled for the unexpired term by the automatic advancement of the President-Elect to the office of President.



- D. A vacancy in the office of President-Elect shall be filled by election held by the general membership with nominations made by the Board of Directors with written notice of said election sent to the membership fifteen (15) days prior to the election date.
- E. A vacancy occurring simultaneously in the offices of President, President-Elect, and Vice President shall be filled by election of the general membership with nominations made by the Board of Directors. Such an election shall be held as soon as possible, but no later than thirty (30) days following the vacancy with written notice sent to the membership fifteen (15) days prior to the election date.
- F. When filling a vacancy, the Board of Directors shall act as the Nominating Committee, presenting one (1) nominee for the office in a report to be sent to the membership prior to the meeting at which the election shall be held.
  - 1. Nominations may be made from the floor with written consent by the nominee, signifying that the nominee consents to serve if elected and agrees to perform all duties of the office as set forth in the bylaws.
  - 2. A nominee must have the same qualifications as are required for regular election.
- G. An officer who has served 270 days or more in that office shall be deemed to have served a full term.
- H. An officer who has served less than 270 days of a term shall be eligible for re-election or election.

**ARTICLE XVI - Election of Delegates/Alternates  
for GFRW and NFRW Conventions**

**Section 1 - Delegates and Alternates**

- A. The CCRWC Board of Directors shall recommend nominees to be Delegates and Alternates to the District and State Biennial Conventions of the GFRW.
- B. CCRWC number of authorized delegates and alternates shall be in accordance with the GFRW delegate and alternate formula, as stated in the GFRW bylaws.
- C. The report containing the recommendation of the delegates and alternates shall be sent to all Voting Members thirty (30) days before the August General Membership Meeting.

- D. After the CCRWC Board of Directors delivers the nominee report, nominations may be made from the floor.
- E. Prior to being nominated, each nominee must be a member in good standing and have given written consent to serve if elected.
- F. Elections shall be held at the August General Membership Meeting.
- G. Elections shall be by ballot, except when the nominees do not exceed the authorized number of GFRW delegates and alternates; and when there is only one (1) nominee per allocated slot, election may be via voice vote.
- H. A majority of all votes cast shall constitute an election.
- I. CCRWC members automatically become delegates to the GFRW Biennial Conventions if they meet the following conditions: GFRW Officer, GFRW Standing Committee Chairman, GFRW Immediate Past President, and GFRW District Director.
- J. Names, addresses, zip codes, phone numbers, fax numbers, and email addresses of delegates and alternates shall be sent to the GFRW Treasurer by the CCRWC President on credential forms provided by the GFRW by the deadline set by the GFRW.

## **Section 2 - Vacancies**

- A. A delegate vacancy in the CCRWC delegation prior to the GFRW Biennial Convention and District Convention deadline shall be filled from elected alternates list by the CCRWC Board of Directors in an election at a called meeting to fill said vacancy of an elected delegate who is unable to attend or withdraws from registered status. At least seven (7) days notice shall be required for all special meetings. Notice to be issued by letter, telephone, fax, or email.
- B. A delegate vacancy in the CCRWC delegation after the GFRW deadline or on the day of the GFRW Biennial Convention and District Convention shall be filled from the elected alternates by a vote of the elected CCRWC delegates who are present at the Convention.

## **Section 3 - NFRW Biennial Convention: Delegate and Alternate**

- A. A local club must be in good standing to be eligible for representation at an NFRW Biennial Convention.

- B. A continuing club that has paid the previous year's dues and service charge and has maintained its current dues and service charge is eligible for representation.
- C. Any delegate and alternate to convention must be members in good standing of CCRWC.
- D. One (1) delegate and one (1) alternate from each club are allowed. The Delegate shall be the President and the Alternate shall be the Immediate Past President. If the Immediate Past President is unable to attend the Alternate shall be the President-Elect.
- E. In the absence of the delegate, the alternate may move up to the delegate position and vote.

## **ARTICLE XVII - Meetings**

### **Section 1 - Regular Meetings**

- A. The regular meetings (General Membership Meetings) of CCRWC shall be held no less than once a quarter and shall endeavor to meet the fourth (4<sup>th</sup>) Friday in a meeting month.
- B. Alternate meetings shall be held at the discretion of the Executive Committee.
- C. Notice of alternate meetings shall be delivered to the general membership not less than fifteen (15) days prior to such an alternate meeting.

### **Section 2 - Special Called Meetings**

- A. Special Called Meetings of the CCRWC shall be held at the Call of the President upon notice.
- B. Notice of Special Meetings shall be delivered to the membership not less than seven (7) calendar days prior to such Special Called Meeting.
- C. Such a Special Meeting may be called with written notice or electronic request of the:
  - 1. President; or
  - 2. Seven (7) voting members of the Board of Directors; or
  - 3. A majority of the voting general membership.

- D. Such Special Called Meetings of the CCRWC Executive Committee or the Board of Directors may be held in conference or via electronic media, including but not limited to:
  - 1. Telephonic conference call.
  - 2. Web-based meeting.
- E. The purpose of the meeting shall be stated in the Call.
- F. No additional business other than that stated in the Notice shall be transacted at any Special Called Meeting.

**Section 3 - Quorum**

A quorum at a regular or special meeting of the general membership shall be those present plus four (4) Elected Officers.

**ARTICLE XVIII - Dues and Fiscal Year**

**Section 1 - Dues**

Annual dues shall be determined by the Board of Directors.

**Section 2 - Associate Dues**

Annual dues shall be determined by the Board of Directors.

**Section 3 - Delinquent Dues**

Annual dues that are not paid by February 1 of each year shall be considered to be delinquent and the member or associate member loses his/her good standing and right to vote.

**Section 4 - Fiscal Year**

The fiscal year of CCRWC shall be from January 1 through December 31.

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**ARTICLE XIX - Method of Voting****Section 1 - Voting**

- A. The business of CCRWC shall be transacted via voice vote, except the election of Officers and Award recipients, as directed in the CCRWC Policies and Standing Rules.
- B. The election of officers shall be by ballot, except when there is one (1) candidate for an office; then, the election may be by voice vote.
- C. Electronic votes are allowed by the Executive Committee and the Board of Directors.
- D. The Recording Secretary shall record the votes and present the tabulation of electronic votes to the Executive Committee or Board of Directors via e-mail, immediately upon close of voting. The Recording Secretary shall provide a written report of such electronic votes at the next meeting of the Executive Committee or the Board of Directors.
- E. Such electronic votes shall be binding and enforceable.
- F. Electronic votes made during a Special Called Meeting by the Executive Committee shall be cast according to the following conditions:
  - 1. Telephonic voting shall be by voice roll call.
  - 2. Web-based meeting voting shall be cast by email.
  - 3. Combination of telephonic and web-based meetings voting shall be conducted by roll call.
  - 4. All such votes shall be recorded by the Recording Secretary or the subscribing secretary of the Special Called Meeting and the results are binding.

**Section 2 - Proxies**

There shall be no proxy voting.

**ARTICLE XX - Standing and Special Committees****Section 1 - Conditions**

- A. Each Standing Committee Chairman shall be appointed by the President with the approval of the Executive Committee.

- B. Each Standing Committee Chairman must be a Voting Member of the CCRWC.
- C. Each Standing Committee Chairman shall have a Vice Chairman, if possible. The Vice-Chairman may attend Board of Directors meetings, shall have a voice but no vote. If the Committee Chairman is absent from the Board of Directors meeting, the Vice-Chairman shall have a vote.
- D. Each Standing Committee shall have one vote.
- E. Subcommittee Chairs shall have no voice and no vote.

## **Section 2 - Standing Committees**

The following are Standing Committees:

- A. Awards/NFRW Achievement Awards (and Report)
- B. Bylaws and Rules
- C. Campaign Activities
- D. Caring for America
- E. Database
- F. Finance and Financial Review
  - 1. Financial Review – This is a subcommittee of the Finance Committee and shall be comprised of three (3) members appointed by the Board of Directors.
- G. Hospitality
- H. Legislative
- I. Luncheon Sponsor(s)
- J. Membership
- K. Program
- L. Publicity
- M. Publications
  - 1. Print Communications (print Newsletter) shall be Sub-Committee of Publications

2. Electronic Communications (e-Newsletter) shall be a Sub-Committee of Publications
3. Webmaster shall be a Sub-Committee of Publications

N. Scholarship

O. Ways and Means

### **Section 3 - Committee Plans of Work**

Every Standing Committee shall create a Plan of Work and committee chairs will report against that Plan of Work to the Board of Directors.

### **Section 4 - Special Committees**

- A. Special Committee Chairmen shall be appointed by the President with approval of the Executive Committee.
- B. Special Committee Chairmen shall serve on the Board of Directors and shall have a voice, but shall have no voting rights.
- C. Special Committees shall be, but are not limited to the following:
  1. July 4<sup>th</sup> Parade
  2. Birthday Bash
  3. Veterans Celebration
  4. Print Directory

### **Section 5 - Committee Reporting**

Each Committee Chairman shall submit her written report to the Board of Directors and to the membership at regular meetings, if directed by the President.

## **ARTICLE XXI - Parliamentary Authority and Procedures**

### **Section 1 - References**

- A. The rules contained in the latest revised version of *Robert's Rules of Order* shall govern CCRWC in all situations to which they are applicable and in which they are not inconsistent with these bylaws and any Policies and Standing Rules that are accepted by the CCRWC membership and the Executive Committee that may be amended or adopted from time-to-time.

- B. CCRWC shall comply with the Bylaws of both the GFRW and the NFRW.

## **ARTICLE XXII - Notification**

### **Section 1 - Contact Methods**

Notification of pending CCRWC business (e.g., elections, special events, meetings, etc.) can be made by electronic transmission or distributed by the U.S. Postal Service (U.S. Mail).

## **ARTICLE XXIII - Amendment to Bylaws**

### **Section 1 - Amendment Process**

- A. These bylaws may be amended by a two-thirds (2/3) vote of the membership who are present at any general membership meeting of the CCRWC, provided that written notice from the Executive Committee by U.S. Mail or electronic transmission has been sent to each member at least fifteen (15) days prior to said meeting.
- B. Such notice shall indicate where (location) and when proposed amendments will be available before the general membership meeting for membership review. Proposed amendments shall be available for review twelve (12) days prior to the general membership meeting date either on the CCRWC website or upon individual member request.
- C. The Bylaws Committee shall submit proposed amendments to the CCRWC Executive Committee and the Board of Directors for discussion and consideration only; and to the GFRW Rules Committee for compliance review and recommendations; then presented to the membership for ratification and adoption at a general membership meeting after proper notice (see Article XXIII, Section 1 A.).

ADOPTED: May 21, 2010

REVISED: June 26, 2015