

BYLAWS OF THE

Butte Republican Women Federated – BRWF

- Chartered April 2022 -

ARTICLE I – NAME

The name of this Club shall be Butte Republican Women Federated - BRWF hereinafter referred to as “Club”.

ARTICLE II – OBJECTIVES

The Objectives shall be to:

- Increase the effectiveness of women in the cause of good government
- Promote an informed public through education and activity
- Foster loyalty to the Republican Party at all levels of government
- Promote and support the objectives, the principles and policies of the Republican Party
- Work for Republican candidates in all elections, including non-partisan elections
- Support the objectives and policies of the California Republican Party
- Influence legislation and maintain a California Federated Republican Women - CFRW presence in State government in accordance with CFRW goals
- Encourage active citizenship
- Facilitate cooperation among Federated Republican Women’s Local Clubs
- Empowering women to have a voice and play an active role in our community

ARTICLE III – ORGANIZATION

The Butte Republican Women Federated is affiliated with the National Federation of Republican Women - NFRW, and the California Federation of Republican Women - CFRW.

ARTICLE IV – MEMBERSHIP

A. ELIGIBILITY: Membership shall be open to registered Republican Women.

B. TYPES OF MEMBERSHIP

Section 1. Primary Member (Member in Good Standing)

A member in good standing is one whose current dues are paid to one local Club in good standing. A local Club in good standing is one whose current per capita dues and service charge are paid to the NFRW. *(refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP B. Types of Membership Section 1. Member in Good Standing)*

Shall have the right to vote, make motions and nominations after being a primary member of a local Club for sixty (60) days. *(refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP B. Types of Membership Section 1. Member in Good Standing)*

Section 2. Associate Membership

- a. The Club may only grant associate membership to women who are primary members of another Federated Club. Such membership shall not be granted the privilege of making motions, nominations, voting or holding office. *(refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP, B. Section 2 a. Associate Membership)*
- b. Associate members shall not be eligible to serve as delegates to NFRW or CFRW meetings or conventions or be counted in establishing a quorum. *(refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP, B. Section 2 a. Associate Membership)*
- c. Republican men may be eligible for associate membership in a Club upon payment of the required annual dues for associate members. Such members may attend 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 or state conventions, nor be used to establish a quorum. They shall be entitled to membership in local Clubs only, and they do not become members of NFRW or CFRW. *(refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP, B. Section 2 b. Associate Membership)*

Section 3. Other Memberships

- a. Local Club special membership categories shall be considered primary members and must be included in Per Capita Reports. *(refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP, B. Section 3 Associate Membership)*

ARTICLE V – ETHICS

Section 1. Endorsement Policy *(refer to CFRW Policy section for additional information)*

- a. The Club President and Campaign Activities Chair shall not publicly endorse any candidate for public office in any primary, runoff, special or non-partisan race where two or more known Republicans are in the race. If any of the aforementioned desire to do so, she must resign her position. An officer of the organization who is a candidate or whose spouse or family members is a candidate shall be exempt from this rule; however, they may not do so in the name of the organization or by utilizing the logo or stationery of the NFRW, CFRW, or the local Club. *(revision required by NFRW 2020.01.01)*
- b. The local Club name shall not be used by a primary member or an associate member in supporting a candidate during any campaign when there are two or more known Republicans in the same race. No endorsement or evidence of support by any members shall be issued using the NFRW affiliation, logo, or stationery without the approval of NFRW. *(revision required by NFRW 2020.01.01)*

- c. NFRW Bylaws provide for removal of membership of any member, state federation, or local Club that advocates a split party ticket or supports a candidate who is running on an opposition ticket. *(revision required by NFRW 2020.01.01)*
- d. This prohibition applies to the Club President and Campaign Activities Chair – and the Club as an entity. The rest of the membership is free to endorse the Republican candidate of her choice, just not in the name of the Club. *(revision required by NFRW 2020.01.01)*
- e. Examples of endorsements or public displays of support include; block walking, phone banking, handing out push cards, sending emails, signs in yards, donating funds attending fundraisers, and social media posts. *(revision required by NFRW 2020.01.01)*
- f. In the case of contested Republican races, Clubs may distribute information on all the candidates – such as events or fundraisers – if they are fair and distribute equally for all. The use of a disclaimer (i.e., "This is being emailed for informational purposes only and does not represent an endorsement by this Club.") can help prevent anyone from interpreting such communications as endorsements. *(revision required by NFRW 2020.01.01)*
- g. When two or more Republican candidates are in the same race, if one Republican candidate is invited to speak at a meeting all the Republicans candidates in that race must be invited to speak to the organization during the period leading up to the election. This can help prevent the appearance of an endorsement by the organization. *(Updated per CFRW Bylaw amendments approved at the October 2023 CFRW Convention)*
- h. This policy only applies when there are two or more known Republicans in the same race. For any other race there is no endorsement prohibition. *(revision required by NFRW 2020.01.01) (Updated per CFRW Bylaw amendments approved at the October 2023 CFRW Convention)*
- i. In non-partisan races; Clubs and members will utilize whatever voter data is available in the county/state to verify registration, voter records, etc., to ascertain the party with which a candidate normally identifies. *(revision required by NFRW 2020.01.01) (Updated per CFRW Bylaw amendments approved at the October 2023 CFRW Convention)*
- j. Candidate endorsement limitations shall not preclude any member from serving or fulfilling their duties as delegates to the National Republican Convention, the California Republican Party, or County Central Committee. Their State or Club title and State or Club name may not be used with any endorsement. *(revision required by NFRW 2020.01.01) (Updated per CFRW Bylaw amendments approved at the October 2023 CFRW Convention)*

Section 2.

- a. Any person, not registered to vote in the Republican Party, shall neither be invited to speak, nor be permitted to speak at any meeting of the CFRW, a Regional Meeting, or a local Club meeting. People not yet eligible to vote may speak if the topic has been approved by the CFRW or local Club's Executive Committee.
- b. No confidential business, as determined by the President shall be conducted at any meeting where the public or persons not registered to vote Republican are invited. *(Updated per CFRW Bylaw amendments approved at the October 2023 CFRW Convention)*

Section 3. It shall be considered a breach of ethics for a member, while acting in her capacity as a member, to speak disparagingly in public of any Republican. *(Updated per CFRW Bylaw amendments approved at the October 2023 CFRW Convention)*

Section 4. It shall be a breach of ethics to publicly promote a candidate of another party in speech, in print or electronic communication in a partisan or non-partisan election and may be just cause for a member's suspension or dismissal.

Section 5. The local Club name shall not be used by a member or an associate member when using any personal and/or electronic communications.

Section 6. Other Organizations: The Club shall not affiliate with any political organization which is not officially recognized as working in concert with the National Federation of Republican Women or the California Federation of Republican Women and The Republican National Committee.

Section 7. Membership Data: All member information is the sole property of the NFRW and is strictly for the benefit of the NFRW and shall not be sold or furnished for any other purpose.

ARTICLE VI

DUES, NFRW SERVICE CHARGE AND PER CAPITA REPORTS

Section 1. Fiscal Year

The fiscal year shall be from January 1 through December 31. (Refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP C Local Club Charter Section 2. Local Club Directives a.)

Section 2. Dues

- a. Per capita dues shall be payable on January 1 of each year and shall be remitted at the close of each month to the CFRW Treasurer along with a copy of the monthly Per Capita Report. *(Refer to CFRW Bylaws ARTICLE VI Section 2.)*

- b. Dues received after October 31 shall be remitted to CFRW the following January. *(Refer to CFRW Bylaws ARTICLE VI Section 2.)*
- c. The dues amount for membership will be stated in the Club's Standing Rules and amended as required.
- d. The dues amount for associate members shall be stated in the Club's Standing Rules and amended as required.

Section 3. NFRW Service Charge

The annual NFRW Service Charge shall be paid by the Club as established by the CFRW Board of Directors in the CFRW Standing Rules.

Section 4. Per Capita Reports

Per Capita Reports for primary members whose dues are paid shall be sent directly to the CFRW Membership Secretary and Data Center at the close of each month. *(Refer to CFRW Bylaw ARTICLE VI Section 2 and 3.)*

ARTICLE VII — OFFICERS, DUTIES AND ELECTION

Section 1. Elected Officers

The 10-member Executive Committee shall consist of the seven (7) Elected Officers and the three (3) Appointed Officers.

- a. The term of office for local Club Officers shall be from January 1 through December 31 following their election. *(Refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP C. Local Club Charter, Section 2. Local Club Directives a.)*
- b. The seven (7) elected officers of this Club shall be President, 1st Vice President, 2nd Vice President, 3rd Vice President, 4th Vice President, Secretary, and Treasurer.
- c. Elected officers must be residents of California and registered to vote in California. *(Refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP C Local Club Charter Section 2. Local Club Directives b.)*
- d. Each elected officer shall be a primary member in good standing of the Club.

Section 2. Term of Office

- a. The President's term of office shall be for a term of two (2) years or until her successor is elected. *(Required by NFRW. Refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP C. Local Club Charter, Section 2 Local Club Directives a.)*
- b. The Club President and Elected Officers may serve no more than two (2) consecutive terms. *(Required by NFRW; noted in CFRW Bylaw amendments approved at the October 2023 CFRW Convention)*

Section 3. Appointed Officers

The three (3) Appointed Officers shall be the Chaplain, Financial Review Officer, and Parliamentarian. They shall be appointed by the President and ratified by a two-thirds (2/3) vote of the Elected Officers.

Section 4. Vacancy

A vacancy in the office of President shall be filled by the First Vice President when presidential eligibility has been met, otherwise ratified by a $\frac{2}{3}$ vote of the Executive Committee. All other vacancies in elected office shall be filled by election by the Executive Committee at the first meeting following the creation of the vacancy.

Section 5. Removal from Office or Membership: Members of the Executive Committee, Board of Directors, or members of the Club may be removed in accordance with the adopted NFRW Removal Policy – Special Rules. (adopted 3/14/2024 by NFRW Board of Directors)

Section 6. Election

The officers shall be elected at the Annual Meeting in October and shall serve a term of two (2) years, or until their successors are elected.

Section 7. Duties of The Officers

a. The President shall:

1. Preside over all Club meetings, the Executive Committee, and Board of Directors meetings.
2. Appoint all appointed officers subject to a two-thirds (2/3) approval of the Elected Officers.
3. Appoint, with the exception of the Nominating Committee, all chairmen of Standing Committees subject to two-thirds (2/3) approval of the Elected Officers.
4. Be an ex-officio member of all committees except the Nominating Committee and the Financial Review Committee.
5. Sign all contracts as authorized by the Board of Directors.
6. Work with the 1st Vice president on selection of speakers for all Club meetings.
7. Represent the organization at all times or designate someone as representative/proxy in her absence.
8. Prepare a program of action in consultation with the Chairmen of the Standing Committees for presentation and approval by the Executive Committee.
9. Submit the Budget committee's annual budget for approval by the membership.
10. Be one of three authorized signatories on the Club's bank accounts.
11. Accept resignation by written letter or e-mail of any member wanting to resign from a position, chairmanship, or the Club.

b. The First Vice President shall:

1. Perform the duties of the President in her absence;
2. Fill the unexpired term in the event of a vacancy in the office of President; if presidential eligibility criteria has been met.

3. Perform other duties as assigned by the President, the Executive Committee, Board of Directors, or the membership; and
 4. Act as Program Chair.
- c. The Second Vice President shall:**
1. Perform the duties of the President in the absence of both the President and the First Vice President;
 2. Perform other duties as assigned by the President, the Executive Committee, Board of Directors, or the membership; and
 3. Act as Membership Chair.
 4. Maintain a current roster of members of the Club; and
 5. Collect all registration forms, dues, and submit funds to the Treasurer.
 6. Prepare per capita reports and submit them to the CFRW Membership Secretary by the required date.
- d. The Third Vice President shall:**
1. Perform the duties of the President in the absence of the President, the First Vice President, and the Second Vice-President;
 2. Act as Fundraising Chair, which includes, but is not limited to; planning, organizing, and implementing our Club's fundraising events for the year to ensure our success of raising money and having an enjoyable and philanthropic Club. This includes selecting and presenting to the Board of Directors fundraising plans to secure chairs for fundraising efforts to meet the year's goals. Ensures compliance with IRS.
- e. The Fourth Vice President shall:**
1. Perform the duties of the President in the absence of the President, the First Vice President, the Second Vice-President, and the Third Vice President;
 2. Be chairman of campaign, precinct activities, and voter registration.
 3. Attend & report the activities of the BRWF to the Butte County Republican Central Committee meetings or send an alternate.
- f. The Recording and Correspondence Secretary shall:**
1. Keep the minutes of all meetings of the Club, Executive Committee, and Board of Directors;
 2. Be one of three authorized signatories on all Club bank accounts
 3. Maintain a current inventory of Club property
 4. Maintain all Club records and historical items
 5. Keep a Club post office box key
 6. Conduct the correspondence of the Club under the supervision of the President
 7. Preserve in a permanent file all letters and papers of value to the Club; and
 8. Perform other duties as assigned by the President, the Executive Committee, Board of Directors, or the membership.
- g. The Treasurer shall:**
1. Serve as custodian of all Club funds and deposit them in a bank(s) approved by the Executive Committee;
 2. Be one of three authorized signatures on all Club's bank accounts
 3. Ensure all checks are signed by one (1) of the three (3) authorized signers

4. Disburse funds as directed by the Executive Committee, Board of Directors, or the membership; in compliance with the adopted budget.
 5. Bring written financial report(s) to regular Club, Executive Committee and Board of Directors meetings
 6. Submit dues, annual service fees, and reports to the California Federation of Republican Women (CFRW) as required
 7. Be an Ex-Officio member of the Budget and Financial Review committee.
 8. Submit the financial records to the Financial Review committee for an annual review
 9. Communicate with the Second Vice President - Membership Chair on a monthly basis regarding membership forms and dues
 10. Comply with all state and federal elections and financial reporting requirements.
- h. The Parliamentarian shall:**
1. Serve as advisor on the Executive Committee, Board of Directors, and all Club meetings on matters of parliamentary procedure;
 2. Serve in an advisory capacity to the President, the Bylaws Committee, and the Nominating Committee; and
 3. Be familiar with the Bylaws and Standing Rules of the Club.
- i. The Financial Review Officer shall:**
1. With the approval of the President and $\frac{2}{3}$ vote of the Board of Directors may appoint a committee of three members in good standing to assist in reviewing the Treasurer's accounts;
 2. Review the books of the Treasurer, at minimum, annually.
 3. Submit a written report at the final meeting of the year or as requested by the Board of Directors or membership.
 4. Prepare a supplemental report of the financial transactions between the final meeting of the year and the transfer of books to the new Treasurer; and
 5. Perform other duties as may be assigned by the President, Board of Directors, or the membership.
- j. The Chaplain shall:**
1. Plan and perform a brief invocation at the beginning of each BOD and general membership meeting, and;
 2. Provide outreach to the Club membership.
- k. The Past President shall:**
1. Provide any needed guidance, where asked, given her past Club experience; and
 2. Serve as a voting member on the BOD.

Section 8. Records

All officers and all committee chairmen shall deliver all records, files (including electronic), and properties of the Club to their successors upon retiring from office, unless otherwise directed by the President or the Board of Directors.

ARTICLE VIII MEETINGS

Section 1. REGULAR MEETINGS

- a. **The Club** shall hold a minimum of five (5) meetings per year, conditions permitting, and maintain good standing by the payment of the NFRW service charge and submission of per capita reports and dues payments to CFRW. (*Refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP, C. Local Club Charter, Section 2 c.*)
- b. **Electronic meetings:** In the event a properly called meeting has to be canceled due to circumstances beyond the control of the Club, then it shall be acceptable to hold said meeting by an approved electronic means with seven (7) days' notice being given to all the members of the Club. (*required by NFRW 2020.05.29*)

Section 2. Notice

A minimum of fourteen (14) days' notice shall be given to all members for a regular meeting.

Section 3. Quorum

A quorum at Club meetings shall be 25% of the membership.

Section 4. SPECIAL MEETINGS

Special meeting of the Club may be called by the President or upon the written request of five (5) members of the Executive Committee or by seven (7) members of the Board of Directors if three (3) are elected members of the Executive Committee or 20% of the Club members in good standing. The purpose of the meeting shall be stated in the notice which shall be sent to all Club members in good standing at least ten (10) days before the meeting. No other business shall be transacted at the meeting.

Special meetings may be held electronically with seven (7) days' notice being given.

Section 5. ANNUAL MEETING

The October meeting will be designated as the Annual Meeting.

Section 6. VOTING

A vote of the Club, Executive Committee, or Board of Directors on urgent matters may be conducted by mail, telephone, electronically, or via email between meetings, provided there is participation by a majority of the members of the body. The vote shall be ratified and entered into the minutes at the body's next regular meeting.

Section 7. NOTICE

Notice for all meetings shall be mailed or sent electronically.

Section 8. PRINTED MATERIAL

All literature, petitions, materials, or announcement of any description shall first be submitted to the President or Board of Directors for approval before being circulated or distributed at any meeting.

ARTICLE IX – BOARD OF DIRECTORS

Section 1. The Board of Directors shall:

- a. Consist of the Elected Officers, Appointed Officers, Standing Committee Chairmen, and the immediate Past President.

Section 2. The Standing Committees shall be:

- a. Achievement Awards, Americanism, Armed Forces/Homeland Security Chair, Budget, Bylaws, Campaign Activities, Caring for America Project Chair, Fundraising, Historian, Hospitality Chair, Legislation, Lunch Reservations Chair, Mamie Eisenhower Library Project (MELP), Membership, Network Communication Chair (Web site/Social Media), Newsletter Editor, and Sunshine Chair.
- b. Standing Committee Chairmen shall be appointed for the same term as the President.
- c. Standing Committee Chairmen have a voice and a vote at Board of Director meetings.
- d. The Board of Directors shall be limited to a budgeted expenditure of \$50.00 without prior approval.
- e. The Board of Directors may conduct business by mail, online meeting, electronic mail or telephone when necessary.
- f. All Standing Committee Chairmen shall be members in good standing.

Section 3. The Board of Directors shall transact such business as may arise between meetings of the Club.

- a. Online meetings via teleconference or videoconference may be conducted upon forty-eight (48) hours telephonic or email notice to all members of the Board of Directors setting forth the procedures and time of any such online meeting.
- b. The actions of the Board of Directors, taken as a result of any mail, online or teleconference meeting, have the same force and effect as a physical meeting.
- c. Official minutes of such meetings shall be recorded and ratified at the next Board of Directors meeting.

Section 4. QUORUM

A minimum of one third (1/3) of the Board of Directors, three (3) of which being Elected Officers, shall constitute a quorum of the Board of Directors.

Section 5. SPECIAL MEETINGS

Special Meetings of the Board of Directors may be called by the President or at the written request of at least five (5) members of the Executive Committee or by seven (7) members of the Board of Directors, if three (3) are Elected Officers of the Executive Committee. The purpose of the meeting shall be stated in the notice which shall be sent to all members of the Board of Directors at least ten (10) days before the meeting. No other business shall be transacted at the meeting.

Section 6. Duties of the Standing Committees:

a. Budget

1. Budget Committee of three (3) shall be appointed by the Club President and $\frac{2}{3}$ vote of the Board of Directors to;
 - i. Prepare a budget to be presented to the Board of Directors for recommendation to the membership before the 1st meeting of the fiscal year.

b. Bylaws

1. At a minimum, a Committee of three (3) shall be appointed by the Club President; in addition, any interested general member may participate if desired.
2. Conduct a biennial review of the Club Bylaws
3. Request and receive proposed amendments to the Bylaws, submit Bylaws to the Board of Directors for action, or initiate changes requested by the Club
4. General membership shall have final vote of amendments
5. Furnish CFRW Bylaws Chairman with a complete set of Club Bylaws for review and approval. Any subsequent revision of Bylaws shall be sent to the CFRW Bylaws Chairman for approval.

c. Campaign Activities

1. Shall coordinate all activities of the Club's campaign program and be responsible for the collection and reporting of campaign hours.
2. Shall not publicly endorse any candidate for public office in any primary, runoff, special or non-partisan race where two or more known Republicans are in the race. If any of the aforementioned desire to do so, she must resign her position. *(required by NFRW 2020.01.01)*
3. Shall attend the Butte County Republican Central Committee meetings or send an alternate.

d. Fundraising

1. Shall prepare and implement a plan for raising funds in order to meet the Club's budget; and
2. Shall inform the President and the Treasurer of all fundraising committee meetings.

e. Legislation

1. Shall implement legislative concerns of importance to the Club; and
2. Shall inform the Club and Board of Directors of any legislation affecting the interests of NFRW and CFRW.

f. Membership

1. Shall coordinate all membership renewal and new member efforts;
2. Shall compile and maintain complete membership lists; and
3. Shall ensure that all membership information is shared with the Treasurer and others as deemed necessary and is submitted to the state and national federations according to deadlines.

ARTICLE X — EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall be composed of the seven (7) Elected Officers and the three (3) Appointed Officers.

Section 2. Meetings shall be held at the call of the President or at the written request by at least three (3) elected members of the Executive Committee.

Section 3. The Executive Committee shall transact such business as may arise between meetings of the Board of Directors or Club meetings.

- a. The Executive Committee shall be limited to a budgeted expenditure of \$50.00 without the approval of the Board of Directors or membership.
- b. The Executive Committee may conduct business by mail, online or teleconference when necessary.
- c. Online meetings via teleconference or videoconference may be conducted upon forty-eight (48) hours telephonic or email notice to all members of the Executive Committee setting forth the procedures and time of any such online meeting.
- d. The actions of the Executive Committee, taken as a result of any mail or electronic meeting, have the same force and effect as a physical meeting.
- e. Official minutes of such meetings shall be recorded and ratified at the next Executive Committee meeting.

Section 4. QUORUM

A majority of the 10 members of the Executive Committee shall constitute a quorum.

Section 5. COMMITTEE MEMBERS

All committee members must be members in good standing in the Club.

Section 6. SPECIAL MEETINGS

Special Meetings of the Executive Committee may be called by the President or at the written request of at least three (3) members of the Executive Committee. The purpose of the meeting shall be stated in the notice which shall be sent to all members of the Executive Committee at least ten (10) days before the meeting. No other business shall be transacted at the meeting.

ARTICLE XI – SPECIAL COMMITTEES

SPECIAL COMMITTEES may be appointed as needed by the President subject to a two-thirds (2/3) approval of the Elected Officers. They shall be non-voting members of the Board of Directors.

ARTICLE XII — NOMINATIONS AND ELECTIONS

Section 1. NOMINATIONS

- a. The Nominating Committee shall consist of five (5) members in good standing and one (1) alternate member in good standing.
- b. Members of the Nominating Committee shall be elected by the membership no later than June of each year.
- c. No member of the Nominating Committee may serve more than one term on the committee in succession.
- d. The Parliamentarian shall call a meeting of the newly elected committee members at the close of the meeting at which they were elected for the purpose of conducting the election of a Chairman and Vice Chairman.
- e. The Parliamentarian will instruct the Nominating Committee as to proper procedure and will be available for further counsel if required. The Parliamentarian shall not serve as a member of the Nominating Committee.
- f. The Nominating Committee shall report a slate of one (1) candidate for each office at the September general meeting immediately prior to the election meeting.
- g. All nominees shall be members in good standing in the Club and shall give consent to serve, if elected.
- h. All nominees shall be primary members in good standing of the Club for no less than 90 days prior to their election.
- i. Nominee for President shall have served as a member of the Executive Committee for one term.
- j. Nominations from the floor shall be in order, following the report of the Nominating Committee and just before the election.

Section 2. ELECTION OF OFFICERS

- a. Election of officers shall be by ballot at the October meeting.
- b. A plurality vote shall elect.
- c. If there is only one (1) candidate for an office, the ballot may be dispensed with by general consent and the election held by voice vote.
- d. No candidate may simultaneously run for more than one office.
- e. Newly elected officers shall be installed at the November general meeting.
- f. The Elected Officers and Appointed Officers shall assume their duties on January 1 following their election.
- g. Ballot(s), if used, shall be destroyed at the close of the general meeting.

ARTICLE XIII

NATIONAL AND STATE FEDERATION CONVENTION DELEGATES

Section 1. NFRW and CFRW CONVENTION

- a. The Club shall be represented at the NFRW convention as set forth in the **National Federation of Republican Women's Bylaws**.
- b. The Club shall be represented at the CFRW convention as set forth in the **California Federation of Republican Women's Bylaws**.
- c. Election of delegates and alternates shall take place at a general meeting before convention to conform to the NFRW and CFRW certification requirement.

ARTICLE XIV — PARLIAMENTARY AUTHORITY

Robert's Rules of Order newly Revised, shall govern the Club in all instances where they are applicable and in which they are not inconsistent with these Bylaws, NFRW and CFRW Bylaws, Standing Rules, policies and procedures and any special rules of order. *(Updated per CFRW Bylaw amendments approved at the October 2023 CFRW Convention)*

ARTICLE XV – AMENDMENTS

Section 1. These Bylaws may be amended by a two-thirds (2/3) vote of the Club's primary members in good standing in attendance at any general meeting provided that the amendment(s) have been approved by the Club's Bylaws Committee, reviewed by the Club's Board of Directors; and provided that a copy of the proposed amendment(s) have been provided to each primary member in good standing at least thirty (30) days prior to the vote.

Section 2. These Bylaws shall be automatically amended to conform to any bylaw changes approved at the NFRW Biennial Convention and CFRW Biennial Convention and shall be immediately published to the Club membership.

ARTICLE XVI – DISSOLUTION

Section 1. This Club may be dissolved by a 2/3 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 CFRW. No funds shall be distributed to any member or officer of the Club. The right to use the name of the dissolved Club shall revert to the CFRW. *(Required by NFRW)*

Section 2. A local Club, wishing to dissolve, shall send a letter to their Regional Director stating the reasons why the Club is failing to function. It becomes the responsibility of the Regional Director to provide assistance and direction. *(Refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP E. Dissolution of a Local Club Section 1.)*

Section 3. If the matter cannot be resolved, the local Club shall send a notice to all its members of record that a meeting will be held on a specified date, at a specified time and place, and a

dissolution resolution shall be prepared. *(Refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP E. Dissolution of a Local Club Section 2.) (For procedure, refer to Robert's Rules of Order Newly Revised "Dissolution of a Society".)*

Section 4. At this special meeting, a motion shall be made to send the charter to the CFRW Charter Registry Chairman, and all monies in the Club treasury shall be sent to the CFRW Treasury to be held in trust by CFRW for a period of five (5) years. Should the Club desire to reactivate within those five (5) years, the money shall be returned to the Club to be used for membership promotion. After the period of five (5) years, the funds in trust will revert to CFRW's General Fund. *(Refer to CFRW Bylaws ARTICLE IV – MEMBERSHIP E. Dissolution of a Local Club Section 3.)*

Approved by BRWF on March 7, 2024

Approved by CFRW on March 7, 2024

Amended and Approved by BRWF on May 2, 2024

Approved by CFRW on May 3, 2024