



BYLAWS OF THE LAGUNA NIGUEL REPUBLICAN WOMEN FEDERATED 2020

ARTICLE I – NAME

The name of this club shall be Laguna Niguel Republican Women Federated (LNRWF), hereinafter referred to as “Club”. This Club is affiliated with the California Federation of Republican Women (CFRW) and with the National Federation of Republican Women (NFRW).

ARTICLE II – OBJECTIVES

The Objectives of this Club shall be to:

- A. Increase the effectiveness of women in the cause of good government;
- B. Promote a wider knowledge of the principles and policies of the Republican Party through educational programs;
- C. Inform the public through political education and activity;
- D. Foster loyalty to the Republican Party and promote its principles, ideals and candidates;
- E. Work for Republican candidates in all elections;
- F. Support the objectives and policies of the Republican National Committee; the California Republican Party; and the Orange County Central Committee for the election of Republican Nominees;
- G. Facilitate cooperation among all levels of the Federation; and
- H. Perform any lawful activity consistent with the foregoing.

ARTICLE III – MEMBERSHIP

Section 1. PRIMARY MEMBERSHIP

- A. REGULAR MEMBERS shall be registered Republican women. They shall have the power to vote, hold office, make motions and nominations after being a regular member in the Club for sixty (60) days. Only active members shall be counted in establishing delegate representation and in per capita reports. A regular member shall maintain voting membership in no more than one local club in any one year.
- B. A member in good standing shall be a member who has paid the required dues for the current calendar year. The dues amount for primary members will be stated in the Club's

standing rules and amended as required.

Section 2. ASSOCIATE MEMBERSHIP

- A. Any registered Republican woman who is a primary member of another Federated local Club who supports the objectives and policies of the Club shall be eligible to become an ASSOCIATE MEMBER upon payment of required annual dues. The dues amount for Associate Members shall be stated in the Club's standing rules and amended as required.
- B. Associate members cannot hold office, vote, or be counted in determining the number of delegates to CFRW and NFRW meetings or conventions.
- C. Republican men may be eligible for Associate Membership 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 CFRW or NFRW 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 CFRW or NFRW.
- D. Associate dues remain with the Club. Associate members are not reported to CFRW or NFRW.

Section 3. CAUSES FOR REMOVAL FROM MEMBERSHIP

- A. Termination of membership may be for any of the following reasons:
 - Non-payment of dues;
 - Advocating for an opposition party candidate;
 - Supporting an opposition party ticket;
 - Failure to uphold the policies and objectives of this Club as stated in the Bylaws; or
 - Working against the goals of this Club, CFRW, and NFRW.
- B. CFRW procedures and rules will be followed in censuring or deactivation of a member.

ARTICLE IV – ETHICS

Section 1. ENDORSEMENT POLICY

- A. The Club President and Campaign Activities Chair shall not endorse a candidate for public office in any primary, runoff, special or non-partisan race where two or more known Republicans are in the race. For any other race there is no endorsement prohibition.
- B. The prohibition applies only to those officer positions named above and the Club entity. The rest of the Club membership is free to endorse the Republican candidate of her choice, just not in the name of the Club.

- C. No endorsement or evidence of support by any member shall be issued using the LNRWF affiliation, logo or stationary without the approval of LNRWF.
- D. An officer of LNRWF who is a candidate or whose spouse or family member is a candidate shall be exempt from this rule, however, they may not do so in the name of LNRWF or by utilizing the logo or stationary of LNRWF.
- E. CFRW Bylaws provide for removal of membership for any member or local club that advocates a split party ticket or supports a candidate who is running on an opposition ticket.
- F. The Club name shall not be used by a member or an Associate Member in supporting a candidate during any campaign.
- G. 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 club title and club name may not be used with any endorsement.

Section 2. 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 LNRWF. People not yet eligible to vote may speak if the topic has been approved by the Executive Committee.

Section 3. All literature, petitions, materials, or announcement of any description shall first be submitted to the President or Executive Committee for approval before being circulated at any Club meetings.

Section 4. It shall be considered a breach of ethics for a member to speak disparagingly in public of any Republican or candidate.

Section 5. It shall be a breach of ethics to publicly promote a candidate of another party in speech, in print, or in electronic communication in a partisan or non-partisan election and may be just cause for a member's suspension or dismissal.

Section 6. The Club's name shall not be used by a member or any Associate Member when using any personal electronic communications.

Section 7. SPLIT TICKET. Neither the Club nor an individual member shall advocate a split ticket, support an opposition party candidate, or act against CFRW or NFRW policies and Bylaws.

Section 8. OTHER ORGANIZATIONS. The Club shall not affiliate with any political organization which is not officially recognized as working in concert with CFRW, NFRW, and the Republican National Committee.

ARTICLE V – DUES, PER CAPITA REPORTS AND NFRW SERVICE FEES

Section 1. FISCAL YEAR. The fiscal year shall be from January 1 through December 31.

Section 2. MEMBERSHIP DUES. Membership dues shall be payable upon application for membership and thereafter at the first General Meeting in January and shall be delinquent March 1. Dues collected in November and December may be applied to the following year's membership.

Section 3. PER CAPITA DUES. The Club shall pay per capita dues payable on January 1st each year, and shall be remitted at the close of each month to the CFRW Membership Secretary along with a copy of the monthly Per Capita Report. Dues received by the Club shall be remitted monthly. Dues received by the Club after October 31st shall be remitted the following January.

Section 4. SERVICE CHARGES. The Club will pay the annual NFRW Service Charge as established by NFRW.

Section 5. SPECIAL STATUS. Men, women, or businesses may request special status as Patron Members.

ARTICLE VI – ELECTED OFFICERS AND DUTIES

Section 1. ELECTED OFFICERS. The elected officers of this Club shall be a President, Vice President, 2nd Vice President, Recording Secretary, and Treasurer.

Section 2. ELIGIBILITY. Each elected officer shall be a regular member in good standing of the Club. Elected officers must be residents of California and registered to vote in California. To be eligible for election to the office of President, the member shall have served as a member of the Board of Directors for at least one year.

Section 3. VACANCY. A vacancy in the office of President shall be filled by the 1st Vice President. All other vacancies in elected office shall be filled by election by the Board of Directors at the first meeting following the creation of the vacancy.

Section 4. REMOVAL FROM OFFICE OR MEMBERSHIP. Elected officers may be removed by a two-thirds (2/3) vote of the membership for any of the following reasons after investigation by the Executive Committee and following CFRW rules and procedures;

- Non-payment of dues;
- Advocating for an opposition party candidate;
- Supporting an opposition party ticket;
- Failure to uphold the policies and objectives of this Club as stated in the Bylaws; or
- Working against the goals of this Club, CFRW, and NFRW.

Section 5. ELECTION. The officers shall be elected at the October meeting and shall serve a term of one year, or until their successors are elected.

Section 6. DUTIES OF THE ELECTED OFFICERS.

A. The President shall:

1. Call and preside over all meetings of the Club, Executive Committee, and Board of Directors, and shall have the general direction and supervision of the work of the Club;
2. Represent the organization at all times or designate someone as representative/proxy in her absence or inability to do so;
3. Make committee appointments as necessary to conduct the business of the Club, except the Nominating Committee, subject to two-thirds (2/3) approval of the Elected Officers;
4. Appoint a Parliamentarian and a Corresponding Secretary subject to the approval of the Elected Officers;
5. Prepare a program of action in consultation with the Board of Directors for presentation and approval by the Executive Committee;
6. Submit an annual budget for approval by the membership;
7. Be an ex-officio member of all committees except the Financial Review and Nominating Committees;
8. Co-sign checks as one of two authorized signatures, namely President and Treasurer;
9. Represent the Club in all Republican Party activities;
10. Appoint the Financial Review Committee in November, with the exception of a change of Treasurer at which time a complete review will be done;
11. Accept resignation by written letter or e-mail of any member wanting to resign from a position, Chair, or the Club; and
12. Call meetings of the Executive Committee and Board of Directors, or upon the request of three (3) members of the Executive Committee and/or five (5) members of the Board of Directors.

B. The Vice President (Program Chair) 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;
3. Perform such other duties as are assigned by the President, Executive Committee, Board of Directors, or the Club; and
4. Act as Program Chair.

C. The Second Vice President (Membership Chair) shall:

1. Perform the duties of the President in the absence of both the President and the 1st Vice President;
2. Perform other duties as assigned by the President, Executive Committee, Board of

Directors, or the Club;

3. Act as Membership Chair and be responsible for membership promotion, growth, and plan membership events; and
4. Maintain a current roster of members of the Club.

D. The Recording Secretary shall:

1. Record accurately in a book the proceedings of all meetings of the Club, Executive Committee, and Board of Directors;
2. Keep a current inventory of Club property;
3. Prepare Club correspondence in coordination with President;
4. Perform such other duties as may be assigned by the President, Executive Committee, Board of Directors, or the Club; and
5. Maintain all Club records and historical items.

E. The Treasurer shall:

1. Serve as custodian of all Club funds and deposit them in a bank(s) approved by the Executive Committee;
2. Co-sign checks as one of two authorized signatures, namely President and Treasurer;
3. Disburse funds as directed by the Executive Committee, Board of Directors, or the membership;
4. Bring written financial report(s) to regular Club, Executive Committee, and Board of Directors meetings;
5. Collect dues, and submit dues, annual Service Fees and reports to CFRW as required;
6. Submit the financial records to the Financial Review Committee for an annual review to be completed during the first quarter of the fiscal year;
7. Perform other duties as assigned by the President, Executive Committee, Board of Directors, or the Club;
8. Comply with all state elections and reporting requirements; and
9. Be a member of the Budget Committee.

Section 7. RECORDS. All officers and all committee chairs shall deliver all records, files, and properties of the Club to their successors upon retiring from office, unless otherwise directed by the President or the Executive Committee.

ARTICLE VII – NOMINATIONS AND ELECTIONS

Section 1. NOMINATIONS

- A. **NOMINATING COMMITTEE MEMBERS.** The Nominating Committee shall consist of four (4) regular members (one being an Alternate), who have been members in good standing with the Club for at least one year. The Committee will pick a Chair at their first meeting.

1. Two (2) members and one (1) alternate who are all members of the Board of Directors, but not members of the Executive Committee, and one (1) member of the Executive Committee shall be elected by the Club no later than September of each year;
2. The Parliamentarian will instruct the Committee as to proper Procedure, and will be available for further counsel if required; and
3. Nominations Committee members shall not succeed themselves.

B. SLATE OF OFFICERS

1. At the October General Meeting of the Club, the Nominating Committee shall present a slate of officers, one for each office, to be voted upon;
2. Nominees shall be regular members in good standing in the Club and shall give written consent to serve, if elected;
3. Nominations from the floor shall be in order following the report of the Nominating Committee and just before the elections;
4. No officer may simultaneously run for more than one office;
5. Officers may run for consecutive terms; and
6. Election of Officers will follow when the nominations are closed.

C. ELECTION OF OFFICERS

1. Elections shall be by ballot at the General Meeting in October. If there is but one nominee for any office, the election for that office may be by voice vote;
2. Installation of officers shall be held at the November Annual Meeting of the Club unless otherwise authorized by the Executive Committee; and
3. The duly elected officers shall assume the duties of their offices at the beginning of the Club fiscal year, January 1st.

ARTICLE VIII – APPOINTED OFFICERS AND DUTIES

Section 1. APPOINTED OFFICERS. The President shall appoint, with the two-thirds (2/3) approval of the Elected Officers, a Corresponding Secretary and Parliamentarian.

Section 2. DUTIES OF APPOINTED OFFICERS

A. The Corresponding Secretary shall:

1. Conduct the correspondence of the Club under the supervision of the President;
2. Preserve in a permanent file all letters and papers of value to the Club;
3. Send out notices of Board meetings to the Board of Directors; and
4. Perform other duties as assigned by the President, Executive Committee, Board of Directors, or the Club.

B. The Parliamentarian shall:

1. Serve as counsel and give advice on parliamentary procedure;
2. Assist the President, Executive Committee, Board of Directors and any of the members in the proper parliamentary procedure in transacting the business of the meetings when requested to do so; and
3. Be familiar with the Bylaws and standing rules of the Club, CFRW and NFRW.

ARTICLE IX – MEETINGS

Section 1. REGULAR MEETINGS. A minimum of five (5) General Meetings shall be held during the Club year, conditions permitting. These meetings shall be held as decided by the Executive Committee. A quorum at Club meetings shall be ten (10) regular members, providing at least three (3) are elected officers. At least a fourteen (14) days' notice shall be given to all members for General Meetings. When necessary, meetings may be held via electronic video conferencing.

Section 2. SPECIAL MEETINGS. Special Meetings may be called by the President upon the request of five (5) members of the Executive Committee or by 10 members of the Club. The purpose of the meeting shall be stated in the call, with no other business to be transacted at the meeting. At least a ten (10) days' notice shall be given to all members for any Special Meeting. When necessary, meetings may be held via electronic video conferencing.

Section 3. ANNUAL MEETING. The November General Meeting will be designated as the Annual Meeting.

Section 4. VOTING. A vote of the Club, Executive Committee or Board of Directors may be conducted by mail, telephone, fax, email or electronic video conference 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 5. NOTICE. Notice for all meetings may be mailed or sent electronically.

ARTICLE X – EXECUTIVE COMMITTEE

Section 1. COMPOSITION. The Executive Committee of this Club shall consist of:

- A. The elected officers; and
- B. The appointed officers.

Section 2. DUTIES. The Executive Committee shall transact necessary business between meetings of the Club, approve committee appointments made by the President by a two-thirds (2/3) vote of the Elected Officers, and perform other duties as assigned by the Club.

Section 3. MEETINGS. The Executive Committee shall meet as decided by the President or the Executive Committee. Advance notice shall be given for meetings. Notice may be mailed or sent

electronically. Special Meetings may be called by the President or upon the request of a majority of the Executive Committee. The purpose of the meeting shall be stated in the call, with no other business to be transacted at the meeting. Advance notice shall be given for Special Meetings, and notice may be verbal, mailed, or sent electronically. Meetings may be held via electronic video conferencing.

Section 4. QUORUM. A majority of the members of the Executive Committee shall constitute a quorum.

ARTICLE XI – BOARD OF DIRECTORS

Section 1. COMPOSITION. The Board of Directors of this Club shall consist of:

- A. The elected officers;
- B. The appointed officers;
- C. The standing committee chairs;
- D. The special committee chairs, each without a vote, and;
- E. Immediate Past President

Section 2. DUTIES. The Board of Directors shall transact necessary business between meetings of the Club, and perform other duties as assigned by the Club.

Section 3. MEETINGS. The Board of Directors shall meet as decided by the President, Executive Committee, or Board of Directors. At least a fourteen (14) days' notice shall be given for meetings. Notice may be mailed or sent electronically. Special Meetings may be called by the President or upon the request of a majority of the Board of Directors. The purpose of the meeting shall be stated in the call, with no other business to be transacted at the meeting. Special Meeting notice may be mailed, or sent electronically. Meetings may be held via electronic video conferencing.

Section 4. QUORUM. One-third (1/3) of the Board of Directors, providing three (3) are Elected Officers shall constitute a quorum.

ARTICLE XII – COMMITTEES

Section 1. STANDING COMMITTEES

- A. The standing committee chairs of this club shall be appointed by the President, and approved by the Executive Committee, to include: Legislative, Bylaws, Membership, Campaign Activities, Fundraising, Budget, and Publicity/Social Media.
- B. Elected officers and members in good standing may be appointed to chair standing committees. Committee chairs can be removed or added with two-thirds (2/3) approval of the Elected Officers.

- C. Standing committee chairs shall be appointed for the same term as the President and shall be voting members of the Board of Directors.

- D. Duties of Standing Committees
 - 1. Legislative
 - a. Shall report legislative concerns to the Executive Committee and Board of Directors; and
 - b. Shall inform the Club, Executive Committee and Board of Directors of any legislation affecting the interests of the Club, CFRW and NFRW.

 - 2. Bylaws
 - a. Conduct a biennial review of the Club Bylaws;
 - b. Request and receive proposed amendments to the Bylaws, submit them to the Executive Committee for action, or initiate changes requested by the Club;
 - c. Membership shall have final vote of amendments; and
 - d. Furnish the CFRW Bylaws Chair with a complete set of Club Bylaws for review and approval. Any subsequent revision of Bylaws shall be sent to the CFRW Bylaws Committee for approval.

 - 3. Membership
 - a. Shall coordinate all membership renewal and new member efforts;
 - b. Shall compile and maintain complete membership lists; and
 - c. Shall ensure that all membership information is shared with the Treasurer and others as deemed necessary; and
 - d. Submit per capita reports to CFRW according to deadlines.

 - 4. Campaign Activities
 - a. Shall coordinate all activities of the Club's campaign program to include voter registration and volunteer coordinator activities; and
 - b. Be responsible for the collection and reporting of campaign hours.

 - 5. Fundraising
 - a. Shall prepare and implement a plan for raising funds in order to meet the Club's budget; and
 - b. Shall notify the Treasurer of all Fundraising Committee meetings and the Treasurer may attend.

 - 6. Budget
 - a. The Budget Committee of four (4) members shall be comprised of the Committee Chair, Treasurer, member at large, and Financial Review Officer;
 - b. A proposed budget shall be submitted to the January Board of Directors meeting; and
 - c. The committee may hold a mid-year meeting and other meetings as needed.

7. Publicity/Social Media
 - a. Shall be responsible for Club newsletter, press releases, social media, website and advertising.

Section 2. SPECIAL COMMITTEES

- A. The President may appoint chairs of Special Committees, subject to the two-thirds (2/3) approval of the Elected Officers, at any time as it may become necessary. Special Committee chairs do not have a vote on the Executive Committee or Board of Directors.
 1. Special Committees should include: Public Relations/Communications, Caring for America, Literacy, Chaplain, Education and Scholarship, Military Support, Hospitality and Reservations. Other Special Committees may be appointed as needed.
- B. Financial Review Committee. A committee of three primary members shall be appointed by the President in November of each year whose duty it shall be to review the Treasurer's accounts at the close of the fiscal year and shall report to the Executive Committee, Board of Directors, and the membership during the first quarter of the following fiscal year.

Section 3. COMMITTEE MEMBERS. All committee members must be regular members in good standing in the Club.

Section 4. EX-OFFICIO MEMBERS. The President shall be an ex-officio member of all committees except the Nominating and Financial Review Committees. The President shall have final authority over all printed materials.

ARTICLE XIII – CONVENTION

Section 1. CONVENTIONS. The Club will be represented at CFRW and NFRW Conventions by its President or a Vice President (in their order) or a delegate elected by the Executive Committee, and one delegate and alternate for the first twenty-five (25) members and one delegate and alternate for each additional twenty-five (25) members or major fraction thereof.

Section 2. DELEGATES. To be eligible to serve as a delegate, a member shall have been a member in good standing in the Club for at least sixty (60) days prior to the convention date.

ARTICLE XIV – PARLIAMENTARY AUTHORITY

Section 1. The rules contained in the current edition of Roberts Rules of Order Newly Revised shall be the parliamentary authority on all matters not specifically covered in these Bylaws and Standing Rules, CFRW Bylaws and Standing Rules, CFRW Policies and Procedures, and NFRW Bylaws.

ARTICLE XV – AMENDMENTS

Section 1. These Bylaws may be amended or revised at any General Meeting of the Club by a two-thirds (2/3) vote of the regular members present, provided that notice of proposed amendment or amendments shall have been given orally or in writing at a previous meeting, or thirty (30) days prior to the date of the General Meeting.

Section 2. The Bylaws of this Club shall in no way conflict with the Bylaws of CFRW or NFRW.

Section 3. These Bylaws shall be automatically amended to conform to any Bylaw changes approved by CFRW or NFRW.

ARTICLE XVI – DISSOLUTION

This Club may be dissolved by a two-thirds (2/3) vote at any General 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 CFRW. No funds shall be distributed to any member or officer of the Club. The right to use the name of the Club once dissolved shall revert to CFRW.

These Bylaws have been approved by CFRW and have been adopted by Laguna Niguel Republican Women Federated on this date _____.

LNRWF STANDING RULES

- Section 1.** Nothing in the Standing Rules should be in conflict with the Bylaws.
- Section 2.** Anyone wishing to bring a subject before the assembly must first present it in writing to the Executive Committee for approval.
- Section 3.** Any resolution submitted to the Club for action shall first be approved by the Board of Directors.
- Section 4.** Annual membership dues are as follows:
- a. Regular Members \$40.00
 - b. Associate Members \$45.00
- Patron Members seeking special status will pay \$75.00 annually.
- Section 5.** A member accepted for membership for the first time before October 31st shall be considered to have paid her dues for the entire year. First time dues paid after October 31st will be considered paid for the entire following year.
- Section 6.** Membership lists are never to be circulated outside the membership of the Club, except the lists that accompany the payment of dues to the Federation.
- Section 7.** Complaints will be handled by the Club in accordance with CFRW procedures and rules.
- Section 8.** The Club may pay the expense of the President or her representative to the State and National Conferences, as provided in the budget.
- Section 9.** The Club may pay the luncheon expense of the President or her representative who is requested or required to attend any Federation meeting.
- Section 10.** The President or her appointed delegate who attend conventions of the Federation shall be members of the Club for not less than one year and the registration fees may be paid by the Club.
- Section 11.** The Club shall pay the luncheon expenses of only the guest speaker and any other guest approved by the Executive Committee.
- Section 12.** Candidates for public office need not have their luncheons paid for by the Club unless they are invited as the main speaker.
- Section 13.** When holding pre-primary "Meet the Candidates" events, the Club shall invite all Republican candidates who have filed for and are seeking the same specific office.
- Section 14.** When an Officer or a Chair whose material is vital to the organization is on vacation or is ill, she shall turn over such material, if requested, to the President or to any other Officer.

- Section 15.** An evening section may be formed for interested members.
- a. This section shall be subject to all rules, regulations, and Bylaws of the Club.
 - b. The Chair of the evening section shall be appointed by the President with the two-thirds (2/3) approval of the Elected Officers. The Chair shall select a committee as needed for the functioning of the group.
- Section 16.** The President will designate Club website and email administrators and responsibilities.
- Section 17.** In order to facilitate the planning of approved projects and program schedules for early in the following fiscal year, the current year President with the approval of the Board of Directors, may do whatever is deemed necessary for their orderly implementation.
- Section 18.** The Fundraising Committee Chair may draw upon the general account to facilitate any authorized project and the amount to be drawn shall be in accordance with the proposed budget of the project and approved by the Board of Directors.
- Section 19. Funds**
- a. Undesignated contributions may be accepted and deposited in the general fund upon acceptance by the Board of Directors.
 - b. Designated funds may be accepted only if the project or allocation specified by the donor has been previously approved by the Board of Directors.
 - c. At the end of each fiscal year all specifically designated funds shall be reviewed by the Board of Directors for disposition.
 - d. Funds may be advanced to purchase items approved by the Board of Directors for resale.
- Section 20.** The Vice President shall be responsible for the purchasing and presenting to the retiring President at the November meeting a gift of appreciation from the Club.
- Section 21.** Officers and Chairs who will be absent from a Board of Directors meeting or general membership meeting shall notify the Corresponding Secretary 24 hours prior to that meeting.
- Section 22.** There are no refunds for Club event reservations cancelled after the reservation deadline. Reservations are a must and a lunch must be purchased. Anyone who makes a reservation and does not attend will be required to pay for the meal.
- Section 23.** The Board of Directors has the authority to adopt the Standing Rules and changes.