



HANOVER REPUBLICAN WOMEN'S CLUB BY-LAWS AND STANDING RULES

Revised: October 2, 2022

Our mission is to ensure that Hanover women are key players at the political table on local, state and national issues. We come together as a collective force advancing the power of Republican women through political access, education and community participation.

HRwomen.com

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ARTICLE I - NAME AND AFFILIATION

Section 1.

The name of this organization shall be the Hanover Republican Women's Club (HRWC).

Section 2.

The Hanover Republican Women's Club (HRWC) shall be a member of the Virginia Federation of Republican Women (VFRW) and the National Federation of Republican Women (NFRW).

Section 3.

The fiscal year of the VFRW and HRWC and its members shall be January 1 through December 31.

ARTICLE II - PURPOSES

The purposes of this organization shall be:

- A. To promote an informed public through political education and activity;
- B. To increase the effectiveness of women in the cause of good government;
- C. To recruit and support Republican women for elective office on the local, state and national levels as well as intra-party positions;
- D. To foster loyalty to the Republican Party and to promote its principles and candidates in all elections, including non-partisan elections; and
- E. To support the objectives and policies of the Republican National Committee and to work for the election of Republican Party nominees.

ARTICLE III - POLICIES

Section 1. Endorsement of Candidates:

- A. A candidate shall not be endorsed by a club or a club president prior to certification as the Republican nominee or endorsee when there is more than one officially filed Republican candidate for the same office. This applies to clubs as entities and not to individual members.

- B. If it is necessary for the club president to be included on a slate of delegates or alternates for a particular candidate in order to be elected to serve as a delegate or alternate, such action is permitted provided this is the only method of election.
- C. No club member shall run as or support a candidate against the Republican nominee or endorsee running for said office.

Section 2. Use of Club Name:

The name of the club shall not be used by any member in supporting a candidate prior to the certification of the Republican nominee if there is more than one officially filed Republican candidate for the same nomination.

Section 3. Use of Club Stationery:

Club stationery will be used by the officers and members of the Board of Directors for the conduct of club business only.

ARTICLE IV - MEMBERSHIP

Section 1. Eligibility:

Any woman believing in the principles of the Republican Party and advocating support of its candidates is eligible for membership.

Section 2. Classes of Membership:

A. Primary (Active) Membership: Primary (Active) members shall:

1. be residents or have resided in the Commonwealth of Virginia;
2. be a woman and hold full membership in only one Virginia club and pay all dues;
3. be eligible to make motions and vote, to hold office and to serve on committees and as a delegate to state and national conventions.
4. Be extended honorary member status when selected by a two-thirds vote of the club's board of directors at a properly called meeting; the club will pay VFRW and NFRW dues each year member is so honored by the club.

B. Associate Membership: An associate member:

1. Shall first be a female primary member of one club to hold associate membership in one or more clubs;
2. shall pay only local club associate dues;
3. shall not be able to make motions or vote, to hold office or to be a delegate to state or national conventions from the club in which associate membership is held;
4. shall be extended honorary associate status when selected by a two-thirds vote of the club's board of directors at a properly called meeting;
5. Republican men may be eligible for associate membership only upon payment of required annual dues. As associate members, men do not become members of the Virginia or National Federations of Republican Women; they may attend meetings, but cannot make motions, have a voice or vote, be on committees, hold office or be counted for the purpose of determining the number of delegates to national or state federation meetings or conventions.

C. A Junior Member:

1. must have reached the age of ten (10) but not exceeded the age to vote.
2. shall pay only local club Junior dues;
3. shall not be able to make motions or vote, to hold office or to be a delegate to state or national conventions from the club in which associate membership is held.

Section 3. Removal from Membership:

The Board of Directors shall have complete jurisdiction over removal of members from membership in the club. A two-thirds vote of active members voting at a meeting for which proper notice has been given is required for removal.

A. A member may be removed for any of the following reasons:

1. non-payment of dues;
2. advocating a split party ticket; or
3. supporting a candidate running on an opposition ticket;

B. A member whose dues are delinquent shall so be advised in writing before removal for non-payment of dues.

C. To remove a member for cause other than non-payment of dues, charges in writing, signed by not less than one-third of the members of the club's Board of

Directors, shall be sent to the member. Said member shall be given 20 calendar days within which to appear before the Board and defend herself.

Section 4. Voluntary Resignation:

In an election in which there is a Republican candidate, a member who chooses to run for office outside the Republican Party shall resign from her club or be removed by her membership for the remainder of the calendar year.

ARTICLE V - DUES AND SERVICE CHARGE

Section 1. Membership Dues:

Dues for active and associate members are set forth in Standing Rules.

Section 2. Virginia Federation Dues:

- A. Annual dues for a club shall be computed per capita for full membership;
- B. Current dues per Primary (Active) member shall be remitted to the VFRW at the beginning of the fiscal year, January 1st, and as dues are received, throughout the year.

Section 3. Service Charge:

Each club shall pay a service charge as specified in the standing rules for which it will receive all mailings and other services of the VFRW and NFRW.

ARTICLE VI - OFFICERS AND THEIR DUTIES

Section 1. Eligibility:

Each elected officer shall be a Primary (Active) member in good standing in a VFRW club.

Section 2. Officers:

Elected officers of this organization shall be a President, a First Vice President, a Second Vice President, a Recording Secretary, a Corresponding Secretary, and a Treasurer.

Section 3. Term:

Officers shall be elected at the annual meeting in November. Term of office shall be two (2) **years** from January 1st to December 31st, or until a successor is elected. No officer shall

serve for more than two consecutive terms in the same office. One (1) **year** or more shall be considered a term in determining eligibility for re-election.

Section 4. Vacancies:

A vacancy in an elective office, other than the President, shall be filled by the Executive Committee.

Section 5. Duties of the President:

Duties of the President shall be:

- A. To preside at all meetings of the club, the Executive Committee, and the Board of Directors;
- B. To call meetings of the Executive Committee and the Board of Directors;
- C. To appoint a parliamentarian and the chairmen of all standing committees, except the Nominating Committee;
- D. To prepare a program of action, after consultation with the chairmen of the standing committees, for presentation to the Executive Committee and approval by the membership;
- E. To prepare an annual budget, with assistance of the treasurer, and present it to the Executive Committee for review and recommendation to the Board of Directors; (approved by membership)
- F. To appoint at least two individuals to review the club's financial records every two years;
- G. To be an ex-officio member of all committees except the Nominating Committee;
- H. To sign checks when necessary;
- I. To send the names, addresses, zip codes-plus four, and phone and when authorized, e-mail addresses of the current club officers to the VFRW President, Corresponding Secretary and Treasurer by December 31st of each year;
- J. To be the official representative of the club whenever such representation is requested or required;
- K. To provide the following to the District Representative:
 - 1. Club funds to cover administrative expenses of the District Representative for printing, postage, phoning, etc. The amount each club will contribute will be determined by the clubs within a District;

2. Copies of minutes of club meetings and the club newsletter and/or calendar of events.

L. To send a copy of the club newsletters to the VFRW President.

Section 6. Duties of the Vice Presidents:

- A. The First Vice President shall serve as Program Chairman for her term of office;
- B. The Second Vice President shall serve as Membership Chairman and provide a Club Directory;
- C. The Vice Presidents in their order shall perform the duties of the President in her absence, and they shall perform such other duties as may be assigned to them by the President.

Section 7. Duties of the Recording Secretary:

- A. To keep the minutes of all meetings of the club, the Executive Committee and the Board of Directors, and to have these minutes available to the President within 10 calendar days of such meetings; and
- B. To perform other such duties as may be assigned to her by the President.

Section 8. Duties of the Corresponding Secretary:

- A. To conduct the correspondence of the club; and
- B. To send notices of all meetings to the club membership.

Section 9. Duties of the Treasurer:

- A. To keep accurate and detailed financial records, to be custodian of all funds of the club and to have general supervision of all expenditures to ensure that expenditures are within approved budget;
- B. To give written and verbal reports at all meetings.
- C. To disburse funds as directed by the Executive Committee and as recommended by the Board of Directors and approved by the membership at a regular meeting.
- D. To collect dues from Primary (Active) and associate members.
- E. To maintain the official membership list of the club; and to place this list under irrevocable trust for the exclusive use of the club and the Virginia and National Federation.

- F. To send to the VFRW Treasurer at the beginning of the fiscal year, January 1st, and no later than 30 days prior to the annual VFRW Convention:
 - 1. the club service charge;
 - 2. to remit dues per capita, as dues are received throughout the year; and
 - 3. an electronic list of the names, addresses, zip codes plus four, phone numbers and when authorized, e-mail addresses of the active members.
- G. To record the names, addresses, zip codes plus four, and phone numbers when authorized, e-mail addresses of the associate members.
- H. To submit financial records to be reviewed at the completion of the Treasurer's term; and
- I. To assist the President and Finance Committee in the preparation of the annual budget, and to serve as an ex-officio member of the Finance Committee.

Section 10. Reports and Records:

Officers and committee chairmen shall furnish the President with an annual written report. Officers shall deliver all records, files and properties of the club to their successors or the President within five working days after retiring from office, unless otherwise directed by the President or Board of Directors.

ARTICLE VII - CLUB MEETINGS

Section 1. Regular Meetings:

Regular meetings of the entire membership shall be held to allow for at least five meetings a year. The time and place of these meetings shall be set by the Board of Directors with at least (10) ten days notice given to the membership.

Section 2. Special Meetings:

Special meetings may be called by the President or on petition of one-fourth of the active membership, provided all members are notified of the time, place and purpose at least five (5) days prior to such meeting. No matter shall be considered at a special meeting except that stated in the call to the meeting.

Section 3. Annual Meeting:

The November meeting of each year shall be designated the annual meeting at which time reports shall be given and the election of officers held in odd years.

Section 4. Quorum:

One-fourth (1/4) of the Primary (Active) members of the club shall constitute a quorum at any meeting.

Section 5. Voting Eligibility:

An active primary member must have paid membership dues at least two months prior to the annual meeting to be eligible to vote at the annual meeting.

Section 6. Fiscal Year:

The fiscal year of this club shall be from January 1st to December 31st.

ARTICLE VIII - BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE

Section 1. Board for Directors:

The Board of Directors shall be composed of the elected officers of the club, the immediate past President, and the Standing Committee Chairmen.

Section 2. Duties of the Board of Directors:

The duties of the Board of Directors shall be:

- A. To meet at the call of the President and/or the Executive Committee. These meetings will be open to all active primary members who may speak to an issue when granted permission by the body; however, they may not vote.
- B. To transact any necessary business between meetings of the club, to make recommendations concerning the policies of the club; to advise the President; and to recommend adoption of an annual budget.
- C. To remove members from office as specified in Article IV, Section 3.

Section 3. Quorum for Board Meetings:

One-half of the members of the Board of Directors shall constitute a quorum at any meeting. A Board Member may appoint a proxy with a voice and a vote.

Section 4. Executive Committee:

The Executive Committee shall consist of the elected officers and the immediate past President.

Section 5. Duties of the Executive Committee:

The duties of the Executive Committee shall be:

- A. To meet when called upon by the President;
- B. To advise the President;
- C. To fill officer vacancies that may occur between elections as stated in Article VI, Section 4;
- D. To authorize the disbursement of funds in amounts designated by the Standing Rules. (Disbursement over set amount must be recommended by the Board of Directors and presented to the entire membership for approval at the next regular meeting); and
- E. To ratify the annual appointment of Standing Committee Chairmen

Section 6. Quorum for Executive Committee Meetings:

One-half of the members of the Executive Committee shall constitute a quorum at any meeting.

Section 7. Electronic Executive Committee Meetings:

Members of the HRWC, or any committee thereof, may participate in a meeting thereof by means of conference telephone, web conference, or similar means of communications by which all persons participating in the meeting can hear or read each other or hear comments, and participation in a meeting pursuant to the By-law shall constitute presence in person at such meeting.

Any action which may be taken at a meeting of the membership may be taken without a face to face meeting if a consent or consents in writing, setting forth the action so taken, shall be sent to all members, passed by the requisite vote thereof and acknowledged as received by all the members by a date and time specified and shall be filed with the secretary of the club.

ARTICLE IX - STANDING AND SPECIAL COMMITTEES

Section 1. Standing Committees:

There shall be the following standing committees: Bylaws, Campaign Activities, Finance, History, National Legislation, State Legislation, and Public Relations.

Section 2. Duties of Standing Committees:

These standing committees shall prepare programs of action in their respective areas for ratification by the President and Board of Directors. Their duties shall include those duties set forth by the VFRW and the NFRW.

Section 3. Special Committees:

Special Committees, except the Nominating Committee, shall be appointed by the President. The President shall notify the club when special committees are appointed.

Section 4. Committee Chairmen:

The First Vice President shall serve as Program Chairman and the Second Vice President as Membership Chairman.

Section 5. Reports and Records:

All committee chairmen shall present reports at the annual November meeting. The records, files and properties of the club shall be delivered to their successors within five days following the new appointments.

ARTICLE X - NOMINATIONS AND ELECTIONS

Section 1. Nominations:

A Nominating Committee of not less than three Primary active members in good standing shall be elected by the club at a regular meeting at least two months prior to the annual meeting. The Nominating Committee shall elect a Chairman from one of its own numbers, and report one nominee for each office at a regular meeting, one-month prior to the annual meeting or by written notification to the club membership at least ten days prior to the annual meeting. No member shall serve for more than two consecutive years on the Nominating Committee.

Section 2. Nominations from the Floor:

Nominations may be made from the floor of the annual meeting following the report of the Nominating Committee.

Section 3. Requirement for Nominee Consent:

No one shall be a nominee who has not given prior consent to serve if elected.

Section 4. Election of Officers:

Officers shall be elected by ballot at the annual meeting. A majority vote shall elect. When there is only one candidate for an office, election may be by voice vote.

ARTICLE XI - PARLIMENTARY AUTHORITY

The current edition of Roberts Rules of Order Newly Revised and VFRW and NFRW Bylaws shall govern the proceedings of this club in all instances where they are applicable and in which they are not inconsistent with these bylaws and any special rules the VFRW Board of Directors or Annual Convention Delegates may adopt.

ARTICLE XII - AMENDMENTS TO BYLAWS

Section 1. Vote Required for Amendments:

These bylaws may be amended by a two-thirds vote of the Primary (Active) members present at any regular meeting, provided notice of the proposed amendment(s) shall have been submitted in writing to every member at least thirty (30) days prior to the meeting at which they are to be voted upon. Such amendments shall become effective immediately upon adoption.

The VFRW bylaws committee shall present proposed amendments electronically to the Executive Committee for review.

Section 2. Review of Amendments and Bylaws:

Bylaws and all proposed amendments thereto of all clubs shall be sent to the VFRW Bylaws Chairman for timely review, but no less frequently than every two years. Clubs may be requested by that Chairman to amend club bylaws to conform to VFRW and/or NFRW Bylaws. Review of bylaws and all amendments will be accomplished within 90 calendar days after receipt. Any recommendations of the VFRW Bylaws Chairman shall be acted on at the first meeting of the club, providing notice of such action to the club membership is in accordance with the bylaws of the club.

Section 3. Automatic Amendment:

If any amendment to the VFRW or NFRW Bylaws makes a corresponding amendment to these bylaws necessary or causes them to be in conflict with the VFRW or NFRW Bylaws, these bylaws shall be amended automatically according to amendments adopted by vote of the national and state boards.

ARTICLE XIII - DISSOLUTION

In the event of the dissolution of the Hanover RWC, all assets, funds and records of that club shall revert to the VFRW, after all obligations have been met. The funds in the treasury and other assets and records shall go to the Virginia Federation of Republican Women. None of the assets will be distributed to any member or officer. Such transfer shall be completed within 30 days of the formal dissolution.

Date Bylaws Adopted: March 14, 2000

Date Bylaws Modified: October 2, 2022

Date Approved by VFRW Bylaws Chairman JM : October 17, 2022

STANDING RULES FOR THE HANOVER REPUBLICAN WOMEN'S CLUB

Section 1. Membership Dues and Service Charge:

- (a) The annual dues will be \$40.00 for an active member which includes the dues of the VFRW and NFRW. Dues are payable upon joining and each January 1st thereafter. Dues received from active members who join after September 1st, shall be \$10.00 regardless of the month.
- (b) Associate members' dues shall be \$ 10.00 annually, regardless of when the associate member joins.
- (c) Any member whose dues remain unpaid on April 15th, may receive written notification from the Treasurer and will be removed from membership rolls in 30 days. You may not vote or represent the club if your dues are not current.
- (d) The club shall pay a service charge of \$30.00 to the VFRW Treasurer no later than 30 days prior to the Annual VFRW Convention.
- (e) Junior membership dues will be \$5.00 annually.

Section 2. Amendment of Standing Rules:

These Standing Rules may be amended by two-thirds, (2/3) vote of the members present and voting at a properly called meeting of the club.

Section 3. Meeting Dates:

The regular meetings of the HRWC shall be held on the third Tuesday of each month unless otherwise notified.

Section 4. Annual Budget:

The annual budget will be adopted at the February meeting.

Section 5. Discretionary Fund:

The executive board will have the ability to spend up to \$200 per quarter as needed without prior authorization from general membership.

Section 6. District Representatives:

Upon taking office, each district representative shall be a gratis associate member of all clubs in her congressional district during her term in office.