



BYLAWS

Article I – Name and Address

The name of this organization shall be: *Clear Creek Republican Women*

Article II – Objectives

The objective of this organization shall be:

- A. Increase the effectiveness of women in the cause of good government;
- B. Disseminate information to all members;
- C. Inform the public through political education and activity;
- D. Foster loyalty to the Republican Party at all levels of government;
- E. Promote the principles of the Republican Party;
- F. Work for Republican candidates in all elections within PAC guidelines;
- G. Support the objectives and policies of the Republican Party and Republican National Committee;
- H. To facilitate cooperation among Republican Women's clubs; and
- I. Perform any lawful activity not inconsistent with the foregoing.

Article III – Policies

Section 1. Organization Membership:

This organization and its members shall be members of the Texas Federation of Republican Women and the National Federation of Republican Women, shall support their objectives and policies and shall pay per capita dues and the annual service charges of said organizations.

Section 2. Registered PAC:

This organization shall be registered with the Texas Ethics Commission as a Political Action Committee.

Section 3. Fiscal Year:

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

Section 3b. Delivery of Records:

All officers and all committee chairmen shall deliver all records. Files, passwords, social media administrative rights, and properties of the club to their successor before December 31 of the year in which she is retiring from office, or within 3 days of leaving the position if earlier than

December 31, unless otherwise directed by the club President or Executive Committee. Failure to meet the deadlines may result in the termination of her membership by the club.

Section 4. Candidate Endorsement:

- A. This organization, its President, and its Campaign Activities Chairman shall not publicly endorse any candidate for public office in contested Republican primaries, runoff elections, and special elections and/or non-partisan elections when more than one Republican is in the race.
- B. No one may endorse in the name of the NFRW, a State Federation or a local Club or in their official capacity thereof.
- C. No endorsement or evidence of support by any member shall be issued using the NFRW affiliation, logo, or stationery without the approval of the NFRW.
- D. No candidate shall use the TFRW logo in any political advertising, and any political advertising shall contain the following disclaimer: *“This endorsement is given by the individual(s) only, NOT the Texas Federation of Republican Women.”*
- E. NFRW Bylaws provide for the removal from membership of any member, local Club or State Federation who/which advocates a split party ticket or supports a candidate who is running on an opposition ticket.
- F. In the case of contested Republican races, information and campaign announcements may be distributed on all candidates – such as at events or fundraisers – provided they are fairly and evenly distributed and, in order to prevent anyone from interpreting such communications as endorsements, each such communication shall be accompanied by the disclaimer: *“This appears here for informational purposes only and does not represent or constitute an endorsement by this Club.”*

Section 5. Working for a Candidate:

Individual members of this organization, with the exception of the President and Campaign Activities Chairman, may work for any candidate of their choice in contested Republican primaries, but may not in the name of this organization.

Section 6. Member Candidates:

An officer of the Club who is a candidate or whose spouse or family member is a candidate, shall be exempt from this rule, however, they may not campaign or identify themselves in the name of the Club, the State Federation, or the NFRW or by utilizing the logo or stationery of the Club, the State Federation or the NFRW.

Section 7. Controversial Issues:

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

Section 8. Lobbying:

There shall be no lobbying with Legislators using the name of the Texas Federation of Republican Women by any federated club or any individual member without the express permission of the Board of Directors of the Texas Federation of Republican Women.

Section 9. Candidate Fairness:

After end of the filing period for any office and ending the day after the final election for that office, it is the policy of TFRW that all Republican candidates for that office shall be treated fairly and equitably. When one Republican candidate for an office is invited to speak at a Federation or club meeting, then all Republican candidates for that office shall be offered equal presentation time at the same meeting or another meeting before the election.

Section 10. Affiliation With Other Organizations:

The Club shall not affiliate with any political organization which is not officially recognized as working in concert with the Texas Federation of Republican Women, the NFRW, and the Republican National Committee.

Article IV – Membership

Section 1. Eligibility:

Any woman believing in the philosophy of the Republican Party and supports the objectives and policies of this organization shall be eligible for membership.

Section 2. Primary Member

A Primary Member is a woman who meets the eligibility requirements of this organization and pays the required annual dues. She shall be a registered voter. She shall enjoy the full privileges of membership and eligible to vote on club matters after payment of dues for one month and having attended one meeting.

Section 3. Eligibility Does Not Assume Membership Conferred

Eligibility for membership does not guarantee, and one cannot assume, automatic grant of membership.

Section 4. Associate Memberships:

- A. Republican women who have primary membership in another federated club are eligible for Associate membership upon payment of the required annual dues for Associate members. They cannot hold office, vote, serve on committees or be counted for the purpose of determining the number of delegates to National or State Federation meetings or conventions.
- B. Republican men may be eligible for Associate Membership upon payment of the annual dues for Associate Members. Such members may attend meetings, but cannot 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 regional, state or national meetings or conventions. This entitles them to be members of this organization, but not members of the National or State Federation.
- C. The Annual Dues for Associate Members shall be set forth by the Standing Rules.

Section 5. Delegate Representation:

A Primary member may be counted in only one local club for the purpose of delegate representation of Federation State and National Conventions, and this will be the only local

club in which she may hold office. Her dues and name shall be submitted to the Texas Federation of Republican Women from her primary local club only.

Article V – Officers and Executive Committee

Section 1. Officers:

The officers of this organization shall be President, 1st Vice President – Membership, 2nd Vice President – Programs, Recording Secretary, Corresponding Secretary, PAC Treasurer and Treasurer.

Section 2. Eligibility.

Each elected officer shall be a Primary member in good standing of the Club.

Section 3. Election.

The elected officers shall be elected at the November meeting and shall serve a term of one year or until their successors are elected. No officer may serve in the same position for more than two consecutive terms with the exception of the PAC Treasurer and Treasurer

Section 4. Vacancy.

Vacancies in elected office shall be filled by election by a majority of the Executive Committee members present and voting at the first meeting following the creation of the vacancy provided an announcement is sent to all Club members stating the existence of the vacancy and the process by which eligible Primary members in good standing may submit their name to the Executive Committee to be considered to fill the vacancy before the Executive Committee meets to fill the vacancy.

Section 5. Removal From Office or Membership

Pursuant to the NFRW Bylaws, NFRW requires following the current edition of *Robert's Rules of Order, Newly Revised*, for the removal of an officer from office or a member from membership. Cause for such removal shall include, with limitation,

- A. Non-payment of dues;
- B. The failure or refusal to support the policies and objectives of the NFRW, the Texas Federation of Republican Women or the Club as stated in their bylaws;
- C. Any act or omission intended to cause or having the effect of causing damage to the NFRW, the Texas Federation of Republican Women or the Club or their reputation or financial stability;
- D. Failure to support the Republican Party ticket, advocating a split ticket, supporting a candidate on an opposition ticket;
- E. Actions which are in conflict with the NFRW Bylaws, the Texas Federation of Republican Women Bylaws or the Club Bylaws;
- F. Failure to comply with the NFRW, the Texas Federation of Republican Women or the Club membership rules;

- G. Without limiting the generality of the foregoing, the initiation of litigation or any other adversary proceeding against the NFRW, the Texas Federation of Republican Women or the Club or in which the NFRW, the Texas Federation of Republican Women or the Club is a named defendant or respondent; and
- H. A member who has been removed from membership may request readmission to the same body which voted on the removal.

Section 6. Duties of Officers:

A. The President shall have the following duties:

- i. Appoint a Parliamentarian;
- ii. Call and preside over all meetings of the Club and the Executive Committee;
- iii. Represent the organization at all times or designate someone as representative/proxy in her absence or inability to do so;
- iv. Make Committee appointments as necessary to conduct the business of the club, except the Nominating Committee, with Executive Committee approval of Standing Committee Chairmen and Vice-Chairmen;
- v. Prepare a program of action in consultation with the Chairmen of the Standing Committees for presentation to and approval by the Executive Committee at its first meeting of the term of office;
- vi. Submit an annual budget for review by the Executive Committee and recommendation to the membership for adoption at the first membership meeting of the new term of office;
- vii. Be an ex-officio member of all committees except the Financial Review and Nominating Committees;
- viii. Co-sign checks as one of two authorized signatures, namely President and Treasurer;
- ix. Represent the Club in all Republican Party activities;
- x. Appoint the Financial Review Committee in November of the first year in office, with the exception of a change of treasurer before the end of the official term of office at which time the Financial Review Committee will be appointed and a complete financial review will be done;
- xi. Accept resignation by written letter or email of any member wanting to resign from a position, chairmanship, or the Club; and
- xii. Call meetings of the Executive Committee; and shall call a Special Meeting of the Executive Committee upon receipt of the written request of three members of the Executive Committee.

B. The First Vice President shall have the following duties:

- i. Perform the duties of the President whenever the President is absent or otherwise unable to serve;
- ii. Preside over the Membership Committee and Coordinate and oversee all membership renewal and new member efforts;
- iii. Maintain the records of the membership and provide membership reports;

- iv. Ensure that all membership information is shared with the Treasurer and others as deemed necessary and shall ensure all membership data is submitted to the State and National Federations according to deadlines;
 - v. Serve as an *ex officio* member of all committees except the Nominating Committee; and
 - vi. Perform such other duties as the President, Executive Committee or the Club may designate.
- C. The Second Vice President** shall have the following duties:
- i. Perform the duties of the President in the absence of the President and the First Vice President.
 - ii. Appoint and preside over the Program Committee.
 - iii. Arrange for speakers and program activities; and
 - iv. Perform such other duties as the President, Executive Committee or the club may designate.
- D. The Recording Secretary** shall have the following duties:
- i. Keep the minutes of all meetings of the Club and Executive Committee;
 - ii. Maintain a current Club membership roster;
 - iii. Keep a current inventory of Club property;
 - iv. Maintain all Club records and historical items; and
 - v. Perform such other duties as may be assigned by the President, the Executive Committee or the Club.
- E. The Corresponding Secretary** shall have the following duties:
- i. Conduct the correspondence of the Club under the supervision of the President;
 - ii. Preserve in a permanent file all letters and papers of value to the Club; and
 - iii. Perform other duties as assigned by the President, the Executive Committee, or the Club.
- F. Treasurer**
- i. Serve as custodian of all Club funds and deposit them in a bank(s) approved by the Executive Committee;
 - ii. Co-sign checks as one of two authorized signatures, namely President and Treasurer;
 - iii. Disburse funds as directed by the Executive Committee or the membership;
 - iv. Bring written financial report(s) to regular Club and Executive Committee meetings;
 - v. Submit dues, annual service fees, and reports to Texas Federation of Republican Women as required;
 - vi. Submit all financial records to the Financial Review committee for an annual review to be completed by and reported at the first Executive Committee and membership meeting of the fiscal year (records are through December 31 and due to the committee on or before January 15);
 - vii. Serve as Chairman of the Finance Committee;
 - viii. Comply with all IRS and State election reporting requirements; and
 - ix. Perform other duties as assigned by the President, the Executive Committee, or the Club.

- G. **The PAC Treasurer** shall have the following duties, and those listed in the Standing Rules regarding funding candidates:
- i. Abide by the Texas Election Laws and the opinions issued by the Texas Ethics Committee;
 - ii. Register with the Texas Ethics Commission;
 - iii. Ensure adequate records are available as required by the Texas Ethics Commission and election laws in a timely manner; and
 - iv. File all reports required by the Texas Ethics Commission and election laws in a timely manner.
 - v. The position is not term limited but is reelected at each election cycle.

Section 3. Executive Committee

The voting body of the Executive Committee shall consist of the elected officers. The non-voting members of the Executive Committee shall consist of the immediate Past President, the chairman of the Standing Committees, and the Parliamentarian.

Section 4. Duties of the Executive Committee

The Executive Committee shall have the authority to perform the following duties:

- A. Transact any necessary business between meetings, including by telephonic and/or electronic transmission. Any transactions of business conducted between meetings shall be noted and a record maintained by the Recording Secretary and included in the Executive Committee minutes of the following meeting.
- B. Make recommendations as to the policies of the organization.
- C. Direct the Treasurer's disbursement of funds;
- D. Approve appointed officer and committee appointments made by the President;
- E. Advise the President;
- F. Fill vacancies in office; and
- G. Perform other duties as assigned by the Club.

Section 5. Term of Office:

The term of office for officers and chairmen shall be one year from January 1 through December 31, or until their successors are elected or appointed, and no officer may serve in the same position for more than two consecutive terms except for the PAC Treasurer and Treasurer.

Article VI – Meetings

Section 1. Annual Meetings:

The Annual Meeting of the organization shall be held in January.

Section 2. Regular Meetings:

The regular meetings shall be held on the first Friday of each month unless otherwise ordered by the Executive Board, provided that there should be no less than five meetings per annum. At least fourteen (14) days' notice shall be given to all members for regular meetings

Section 3. Special Meetings:

Special meetings may be called by the President and shall be called by the President upon receipt of the written request of three members of the Executive Committee or by 20% of the members of the Club. The purpose of the Special Meeting shall be stated in the call, with no other business to be transacted at the meeting. At least a five-day notice shall be given to all members for any Special Meeting.

Section 4. Regular Meetings Executive Committee

Regular meetings of the Executive Committee shall be held at the time and place set by the President. At least a fourteen (14) day notice shall be given for Executive Committee meetings.

Section 5. Special Meetings Executive Committee:

Special meetings of the Executive Committee may be called by the President and shall be called by the President upon receipt of the written request of three members of the Committee; the purpose of the meeting to be stated in the call and no other business shall be transacted. At least a five-day notice is required for Executive Committee Special meetings.

Section 6.

In the event a CCRW General Meeting or Executive Board meeting must be canceled due to exigent circumstances beyond the control of CCRW, then it shall be acceptable to hold said meeting by electronic means including, but not limited to, conference calls, Skype, telephonic or video communication provided that quorum rules are met. Any votes shall be ratified and entered into the minutes at the bodies' next regular meeting.

Section 7. Notice

Notice for all meetings may be mailed or sent electronically.

Article VII – Quorum

Section 1. Quorum for Regular Meeting:

A *quorum* for a meeting of this organization shall be 25% of the Primary members in good standing.

Section 2. Quorum for Executive Committee:

A quorum for a meeting of the Executive Committee shall be a majority of the Executive Board.

Article VIII – Dues

Section 1. Membership Dues:

The membership dues, listed in Standing Rules, shall be payable on or after December 31 of each year, and shall be dropped from the membership rolls if delinquent on March 1. For those joining in November or December, dues shall be applied to the following year.

Section 2. Annual Service Charges:

This Club shall pay Texas Federation of Republican Women dues and NFRW per capita dues, and the annual service charges on behalf of each of the Club member, with the first payment of the year to be made no later than December 31 of the previous year.

Article VIII – Nominations and Elections

Section 1. Nominating Committee:

A Nominating Committee Five Primary members in good standing, and one alternate, shall be elected by the Club no later than September of each election year. The Committee shall elect its own chairman. The Parliamentarian will instruct the Committee as to proper procedure and will be available for further counsel if required.

Members of the Nominating Committee shall be ineligible for nomination by the nominating committee. The Nominating Committee shall elect its chairman from one of its own and shall report one nominee for each office at the October meeting or at least 30 days prior to the election meeting.

All nominees shall be Primary members in good standing in the Club and shall give written consent to serve, if elected. Nominations from the floor shall be in order following the report of the Nominating Committee.

Nominees for officers shall have been a primary member of CCRW for at least one year.

Nominating Committee members shall not succeed themselves.

Section 2. Elections:

Elections shall be held at the November meeting, and nominations from the floor shall be allowed. Prior consent of the nominee shall be obtained. Where there is only one candidate for an office, election may be by voice vote. Where there is more than one candidate for an office, election shall be by ballot. A plurality vote shall elect. There shall be no absentee or proxy voting.

Section 3. Installation:

Officers shall be installed at the December meeting.

Section 4. Confidentiality and Integrity

Members of the Nominating Committee shall not discuss outside of their specific committee meetings any information obtained by the Nominating Committee pertaining to those considered for nomination. Only members of the Nominating Committee shall have the right to be present during Nominating Committee meetings. The Nominating Committee shall invite all potential qualifying candidates for individual interviews.

Article IX – Committees

Section 1. Standing Committees:

The Standing Committees shall include Awards, Campaign Activities, Caring for America (a local, state and national service program), Chaplin, Hospitality, Legislation, Literacy, Newsletter Editor, Political Action Committee (PAC), Publicity, Social Media, Website and Special Events.

Section 2. Standing Committees Duties:

The Standing Committees shall outline programs for action in their respective fields for consideration and adoption by the Executive Board and shall carry out such other duties as may be prescribed by the Executive Board.

Section 3. Special Committees:

The Special Committees shall include: By-Laws, Directory, Finance, Internal Review, and Nominations. Other special committees may be appointed by the President and approved by the Executive Committee as deemed advisable.

Section 4. Special Committees Duties:

The Special Committees shall outline programs in their respective fields for consideration and adoption by the Executive Board. These committees shall be formed only for the duration of their service.

Section 5. Finance Committee:

The President, 1st Vice President, Recording Secretary and Treasurer shall serve as members of this committee. The Treasurer shall serve as Chairman of the Finance Committee. The Finance Committee shall prepare a budget and present the same to the Executive Board and membership at the regular meeting in January. The Finance Committee shall perform such other duties as requested by the President and/or Executive Board.

Section 6. Internal Review Committee:

An Internal Review Committee shall conduct an internal review of the financial records through December 31 of the fiscal year within the first two months after the close of the year and shall submit its report to the Executive Committee on or before March 15. The report to the Executive Committee may be delivered by electronic mail. The Chairman and four members shall be appointed by the President. The members of the Finance Committee, Treasurer, and any member assisting, directly or indirectly in the club's financial affairs shall be excluded from serving on the Internal Review committee. The Treasurer shall be available to the Internal Review Committee for the internal review of the books.

Section 7. All Committees:

All committees shall report to this organization at the regular meetings or as ordered by the President.

Section 8. Proxy: Committee chairs do not get to vote. Only elected officers get to vote.

Article X – Representation

Section 1. Biennial State Convention Representation:

For the Texas Federation of Republican Women biennial convention, the Club shall elect representation to the convention in the method set forth in the Texas Federation of Republican Women Bylaws.

Section 2. Biennial National Convention Representation:

Election of delegates and alternates shall take place at a general meeting before convention to conform to the date of the Texas Federation of Republican Women certification deadline.

Article XII – Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised*, shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any rules of order the Club, the Texas Federation of Republican Women or the NFRW may adopt.

Article XIII – Amendments

These bylaws may be amended at any regular (general) meeting or Special Meeting of the Club by a two-thirds vote, provided that notice of the proposed amendment(s) shall have been sent to each member in no less than thirty (30) days prior to the date of the general or Special Meeting.

Article XIV – Dissolution

This Club may be dissolved by a two-thirds vote at any regular or Special Meeting of the Club, if 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 Texas Federation of Republican Women. No funds shall be distributed to any member or officer of the Club. The right to use the name of a dissolved Club shall revert to the Texas Federation of Republican Women.

These bylaws approved and adopted by Clear Creek Republican Women on this date 11-14-24
Date of original approval of Texas Federation of Republican Women.

Revised (Date) 11-1-2024