

**The Middlesex County Republican Women's Club  
By Laws – 2016**

**Article 1: Name**

The name of this club shall be “The Middlesex County Republican Women’s Club” (MCRWC).

**Article II: Objectives**

To enlist the interest and support of all women of Middlesex County  
To promote an informed public through political education and activity  
To increase the effectiveness of women in the cause of good government  
To foster loyalty to the Republican Party and to promote its principles  
To elect Republican women to public office and to provide support to Republican women office holders  
To advocate, promote and maintain the principals of Republican government and to work for the election of Republican Party nominees  
The MCRWC, as a club, may not officially endorse any specific candidate who has opposition, until after the primary.

**Article III: Members**

**1. Regular Membership**

Any Republican woman who has attained voting age and will subscribe to the objectives of the MCWRC, may join by payment of dues.

Active member in good standing is one whose current dues are paid.

All members in good standing are automatically members of the New Jersey State Federation of Republican Women, Inc. (NJFRW) and National Federation of Republican Women, Inc. (NFRW).

The membership year is January 1 through December 31.

**2. Associate Member**

Republican men who have attained voting age may be eligible for associate membership only, upon payment of required annual dues.

Republican women who are regular members of another state or county federated Club, and Republican women under the age of 18, who wish to support MCWRC may be eligible for associate membership upon payment of required annual dues.

Associate members may attend meetings, but cannot make motions, vote, or hold office.

## **Article IV: Fiscal Policies**

### **Dues**

Funds shall be raised by annual dues and through choice of other means recommended by the Board of Directors.

The membership year is January 1 through December 31. Dues will not be prorated.

The Executive Board may designate specialized dues categories in addition to regular dues, as voted upon and approved by the Board of Directors, which will cover the cost of membership in the MCWRC and affiliated membership in the New Jersey Federation of Republican Women, Inc. (NJFRW) and the National Federation of Republican Women, Inc. (NFRW).

Annual dues to the NJFRW and NFRW will be charged for each regular member according to the State and NFRW By-laws.

The MCWRC may designate a regular member as a “Life Member” who shall pay no dues, but has all the rights of a voting member.

A member is in good standing only when dues are paid. Only members in good standing who have paid their dues before the June primary will be eligible to receive donations.

When dues of continuing members are not paid to the treasurer in January of any year, names of such persons shall be dropped from the roster of members.

## **Article V: Officers and Their Duties**

### **1. Officers**

The officers of the MCWRC shall be:

President

1<sup>st</sup> Vice President

2<sup>nd</sup> Vice President

Recording Secretary

Corresponding Secretary

Treasurer

These officers shall perform the duties prescribed by these by-laws, and by the parliamentary authority adopted by MCWRC.

### **2. Terms of Officers**

The term of office for elected officers shall be two years or until their successors are elevated.

### **3. Election of Officers**

The officers shall be elected at the annual meeting to be held in December, every two years, at a place to be designated with advance notice to members. The

election shall be by ballot. Elected officers will begin their term at the January meeting following the December election of officers.

#### 4. Letter of Resignation

Any officer not able to continue in her position shall submit a letter of resignation to the Corresponding Secretary.

#### 5. Duties of the President

The President shall:

Preside at all meetings of MCRWC, the Executive Committee and Board  
Of Directors meeting

Issue a call to all Board meetings

Prepare a program of action after consultation with the Chairs of  
Standing Committee for presentation to the Executive Committee and  
approval by the Board of Directors

Appoint the Chairs of all Standing and Special Committees, the NJFRW  
Representative, the Parliamentarian, and the members to Advisory  
Board with approval of the Executive Committee

Be a member of ex-officio of all committees, except the Nominating  
Committee

Represent the MCRWC at all times or designate someone as  
representative in her absence

Prepare annual report for presentation to general membership

Appoint three (3) active members to oversee an Audit of the financial  
records in April

#### 6. Duties of Vice Presidents

The 1<sup>st</sup> and 2<sup>nd</sup> Vice Presidents shall:

Perform the duties of the President in her absence

Perform such other duties as may be assigned to them by the President

#### 7. Duties of Recording Secretary

The Recording Secretary shall:

Keep the minutes of all meetings of the MCRWC, the Executive  
Committee and the Board of Directors

Be the custodian of the records

Perform such other duties as may be assigned to her by the President

#### 8. Duties of Corresponding Secretary

The Corresponding Secretary shall:

Give notice of the time and place of the meetings

Conduct the regular and special correspondence of the MCRWC which

is not conducted by the President or Recording Secretary  
Perform such other duties as may be assigned to her by the President  
Receive letter of resignation

#### 9. Duties of the Treasurer

The Treasurer shall:

Be the custodian of the MCRWC funds, which shall be deposited in a bank designated by the Board of Directors

Disperse all MCRWC monies received as dues, income from events, or any other source as ordered by the Board of Directors

Will provide written reports of receipts and disbursements for all meetings and as directed by the President

Be responsible for submitting all reports and information as required by law, including the filing of all Federal, State and local returns.

Be responsible to pay the required dues to the State Federation.

#### 10. Officers and Committee Chair Records

All elected and appointed officers and Committee Chairs shall deliver files and properties of the MCRWC to their successors, no later than one month after a new election of officers, resigning or retiring from office.

### **Article VI: Executive Committee**

#### 1. Membership of Executive Committee

The Executive Committee shall consist of the elected officers of the MCRWC:

President

1<sup>st</sup> Vice President

2<sup>nd</sup> Vice President

Recording Secretary

Corresponding Secretary

Treasurer

#### 2. Meetings

This Committee shall meet at the call of the President or at the written request of three members of the Executive Committee.

#### 3. Powers

This Committee shall have:

The power to transact the necessary business of the MCRWC between meetings of the Board of Directors.

#### 4. Quorum

A majority of the Executive Committee shall constitute a quorum.

### **Article VII: Board of Directors**

#### 1. Membership

The voting body of the Board of Directors shall be:

- The elected officers
- Chairs of the Standing Committees
- NJFRW Representative
- Immediate past President of MCRWC.

#### 2. Duties

The duties of the Board of Directors shall be:

- To meet throughout the year on a regular scheduled basis
- To have power to transact the business of the MCRWC between annual meetings
- To have jurisdiction over the removal of and reinstatement of membership rights
- To fill any vacancy on the Board of Directors for unexpired term – with consent the of the President who made the appointment

#### 3. Quorum

The committee shall have:

Five (5) voting members present to constitute a quorum.

#### 4. Removal

Any member of the Board of Directors who fails to attend three meetings of the Board during any calendar year without adequate excuse may be retired at the discretion of the Executive Committee, with the consent of the President.

Any member of the Board of Directors, who is convicted of a felony crime, may be retired at the discretion of the Executive Committee with the consent of the President.

### **Article VIII: Advisory Board**

#### 1. Membership Eligibility, Selection and Term of Office

The Advisory Board, appointed by the President with the approval of the Executive Committee, and consisting of five members who have demonstrated their support

for the mission of the MCRWC, will serve two (2) years congruent to the Presidents term who appointed them.

## 2. Duties

To assist the President and Board of Directors in an advisory capacity

To encourage membership in the MCRWC

## **Article IX: Committees**

### 1. The President shall appoint Standing Committees:

Membership Committee – maintains a current membership list and send out membership related notices, including the dues notice under the supervision of the President.

Program/Special Events Committee – coordinates and oversees the general programs and special events as scheduled for the year.

Campaign/Get out the Vote Committee – promotes the candidacy of women and serves as a liaison to the candidates. Promotes participation in campaigns and advises of opportunities to participate.

Community Relations – community projects, charities, support our troops, encourage literacy and promote Americanism.

The term of office shall be from time of appointment by President and confirmation by Executive Committee until the Annual Meeting.

### 2. Special Committees

Special Committees may be appointed by the President as warranted to achieve the goals and objectives of the MCRWC and may include:

Audit Committee – audits books before April 1<sup>st</sup> of each year

By-laws Committee – reviews MCRWC by-laws and submits revisions to the Board of Directors

### 3. Term of Office

The term of office of Chairs of Standing and Special Committees, NJFRW Representative, and Parliamentarian shall be from the time of their appointment and confirmation by the Executive Committee until the Annual Meeting.

## **Article X: Nominations and Elections**

### **1. Nominations**

A Nominating Committee shall consist of five (5) active members. The Chairperson shall be appointed by the President. Four (4) members shall be appointed by the Executive Committee as follows: two (2) members from the Board of Directors and two (2) members from the general membership. All discussion within the Nominating Committee must be kept in strictest confidence. The Nominating Committee shall submit one nominee for each office, in a report to be sent first to the Board of Directors and then to the general membership, with the call for the annual meeting. There should be a month given for nominations and then a month given before the election and installation.

Nominations may be made from the floor following the report of the Nominating Committee. Nominated person must be present to accept the nomination.

Nominees must be active members in good standing and in accord with the objectives, by-laws and policies of the MCRWC.

### **2. Elections**

Elections shall be by ballot and a majority of all votes cast shall constitute an election. Where there is only one candidate for office, election may be by voice.

Only members in good standing shall be permitted to vote.

### **3. Vacancies**

A vacancy in an elective officer other than that of President (in which case the First VP will succeed to the office) may be filled by election of the Board of Directors at the next meeting following the vacancy. Notice of such vacancy shall be given to the members of the Board of Directors with the call for the meeting.

## **Article XI: Meetings of the MCRWC**

### **1. Annual Meeting**

An Annual Meeting shall be held at the December meeting each year. A time and place for the meeting will be determined by the Executive Committee after recommendations are received from the Board of Directors.

A call to the Annual Meeting shall be mailed and postmarked between 15 and 30 days prior to the date of the Annual Meeting.

## 2. General Membership Meetings

There shall be a minimum of five (5) meetings of the MCRWC during the calendar year, which shall include the Annual Meeting.

The General Membership Meetings shall be in the months of February, May, September, October and December which will be the Annual Meeting.

## 3. Special Meetings of the General Membership

Special Meetings of the general membership may be called either:

By the President or on the written request of twenty (20) or more regular members in good standing.

## **Article XII: Parliamentary Authority**

Roberts Rules of Order, Newly Revised, or the latest edition thereof, shall govern the MCRWC in all instances where they are applicable and in which they are not inconsistent with these by-laws.

## **Article XIII: Amendment/Revisions**

These by-laws may be amended/revised by a two-thirds (2/3) vote of the members of the Board present at any meeting of the Board of Directors, provided that notice of the proposed amendment/revision has been sent to each member of the Board, at least thirty (30) days prior to the meeting. The amendment/revision shall go into effect only by a majority of the voters present at the next regularly published meeting of the MCRWC.

## **Article XIV: Indemnification**

The officers and directors of the MCRWC may be indemnified for the expenses of defending actions arising against either the organization or themselves by virtue of their connection to the organization, as long as they are found not guilty.

## **Article XV: Dissolution**

In the event of the dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to the New Jersey Federal of Republican Women. None of the assets will be distributed to any member or officer of this organization (MCRWC).