

# IDAHO FEDERATION OF REPUBLICAN WOMEN

## BYLAWS

### ARTICLE I – NAME

The name of this organization shall be the IDAHO FEDERATION OF REPUBLICAN WOMEN (IFRW).

### ARTICLE II – OBJECTIVES and POLICIES

#### Section 1: Objectives

- A. Provide information and assistance to local Republican Women Clubs;
- B. Foster loyalty to the Republican Party and promote its principles and ideals;
- C. Support the objectives and policies of the National Federation of Republican Women;
- D. Promote an informed electorate through political education;
- E. Increase the effectiveness of women in the cause of good government;
- F. Work for the election of Republican candidates in all elections.

#### Section 2: Policies

- A. The president or campaign chair of the IFRW, the local club president or campaign chair, or the club as a whole shall not publicly endorse any candidate for public office in contested Republican primaries, runoff elections, special elections, or non-partisan elections when more than one Republican is in the race. No evidence of support shall be issued using the IFRW or local club, affiliation, logo, or stationary. Individual members are encouraged to work for the candidate of their choice in contested Republican primaries, but not in the name of the Federation.
- B. Neither the Federation nor an individual member shall advocate a split ticket, support a candidate on an opposition ticket, or act against the NFRW or IFRW policies and bylaws.
- C. The Federation shall not affiliate with any political organization which is not officially recognized as working in concert with the IFRW, NFRW, and the Republican National Committee.
- D. An officer of IFRW or Local Club who is a candidate or whose spouse or family member is a candidate shall be exempt from this rule; however, they may not use the logo, stationary or name of the IFRW and local club.

### ARTICLE III – MEMBERSHIP

#### Section 1. Good Standing of Members and Clubs

An individual member in good standing has paid current dues to her local club and supports Article II of these Bylaws. A local club in good standing has paid current dues and service charges to the IFRW.

## **Section 2. Eligibility**

Membership shall be extended to all Republican Women's Clubs that meet the requirements and support the objectives and policies of the IFRW.

## **Section 3. Requirements**

Each club shall:

- A. Have ten or more members;
- B. Adopt bylaws that are in compliance with those of IFRW and NFRW;
- C. Pay annual IFRW and NFRW membership dues and club service charges;
- D. Include "Republican" in its name;
- E. Hold at least five meetings a year if unusual circumstances prohibit monthly meetings;
- F. Have a term of office for all officers from January 1 to December 31.

## **Section 4. Application for Membership**

- A. All applications for state membership shall be sent to the IFRW president accompanied by a copy of the club's name, bylaws, names and contact information for officers and members, and dues and service charges.
- B. New local clubs shall be accepted into membership only after acceptance of their bylaws by the IFRW Executive Committee.
- C. There shall be no limit to the number of local clubs that may be organized within any area.

## **Section 5. Removal and Reinstatement**

- A. A club may be removed from membership by a 2/3 vote of the IFRW and the NFRW Executive Committees for:
  - a. Failure to support a Republican Party ticket, advocating a split ticket, or support of a candidate on an opposition ticket;
  - b. Adopting bylaws that are in conflict with IFRW or NFRW.
  - c. Affiliation with any political organization which is not officially recognized as working in concert with the NFRW and the RNC.
- B. A club removed for cause may be reinstated by filing an application for reinstatement, together with current dues and service charges, and approved by a 2/3 vote of the IFRW and the NFRW Executive Committees.
- C. A club dropped from good standing for non-payment of dues and/or service charges may be reinstated at any time upon payment of current IFRW and NFRW service charges and membership dues.

## **Section 6. Dissolution**

- A. A local club may be dissolved by a 2/3 vote at any regular meeting, provided written notice of the dissolution has been given at the previous meeting or mailed to all

members. After payment of all liabilities, the remaining assets shall be forwarded to the IFRW treasurer. No assets shall be distributed to any member or officer of the club.

- B. The right to use the name of a club removed for cause or dissolved shall revert to the IFRW.

### **Section 7. Individual Membership**

- A. A member may have primary membership in only one club, and may also be an associate member of other clubs upon payment of required dues. Associate members cannot hold office, vote, or be counted for the purpose of determining the number of delegates to national or state federation conventions.
- B. Republican men are eligible for associate membership upon payment of the required dues. They cannot hold office, have a voice or vote, or be counted for the purpose of determining the number of delegates to conventions, and do not become members of the IFRW or NFRW.
- C. Republican women, including college students, who are unable to maintain activity in a local club may join the IFRW and the NFRW as an associate at-large member and will receive all benefits of membership. An at-large member may attend local club meetings, but will not have a vote.

## **ARTICLE IV – REVENUE**

### **Section 1. Non-profit organization**

This association is a non-profit organization. Property of the association is irrevocably dedicated to political and community purposes. No part of the net income of assets, including gains or dividends, shall be distributed to the members thereof.

### **Section 2. Fiscal Year**

The fiscal year of the IFRW shall be from January 1 through December 31.

### **Section 3. Budget**

The Budget Committee shall submit its recommended two-year budget to the Executive Committee for approval at the first meeting of the newly elected Executive Committee following the biennial convention.

### **Section 4. Audit**

The Audit Committee shall perform an audit at the end of the year following the biennial convention.

### **Section 5. Dues and Service Charges**

- A. Dues and service charges shall be paid in accordance with the IFRW and NFRW deadlines.
- B. Any changes in state dues or service charges shall be made by a majority vote of the IFRW biennial convention delegates.

## **ARTICLE V – OFFICERS AND THEIR DUTIES**

### **Section 1. Elected Officers**

The elected officers of this organization shall be: president, first vice president, second vice president, secretary, treasurer, and director/s for each congressional district.

### **Section 2. Eligibility**

- A. Each elected officer, appointed officer, chairmen and members of standing and special committees shall be a member in good standing in a local federated club.
- B. The president, first vice president, and second vice president shall have previously served a minimum of one year on the IFRW Board of Directors.
- C. The first and second vice president shall be from different congressional districts.

### **Section 3. Term of Office**

- A. Officers shall be elected at the IFRW biennial convention for a term of two years, or until their successors are elected.
- B. Elected officers, except for the treasurer and the district directors, shall serve no more than one consecutive term in the same office.
- C. Elected officers shall assume their duties January 1, regardless of when installed.

### **Section 4. Duties of the President shall be to:**

- A. Preside at all meetings of the IFRW, the Board of Directors, and the Executive Committee.
- B. Appoint the chairman and members of all committees, except the nominating committee.
- C. Be an ex-officio member of all committees, except the nominating committee.
- D. Represent the IFRW at all official functions or designate a representative in her absence.
- E. Make board appointments as necessary, such as parliamentarian, historian, chaplain, and newsletter editor.
- F. Assist in the organization of new clubs and provide assistance to existing clubs.
- G. Co-sign checks with the treasurer.
- H. Provide the name and contact information for all clubs, together with the number of members and club president, to the NFRW president at least 90 days preceding the NFRW biennial convention.
- I. Provide completed credential forms for state delegates and alternates at-large to the NFRW as directed.
- J. Represent IFRW, as a voting member, at all meetings of the Idaho Republican Party Executive Committee.
- K. Provide thirty days' notice to voting members of the Board of Directors for all meetings and conventions of the IFRW.

### **Section 5. Duties of the Vice Presidents shall be to:**

- A. In their order, perform the duties of the president in her absence.
- B. Serve as a resource to local clubs for programs and membership.

- C. Serve as membership chairman for their congressional districts and provide support and assistance to the congressional district directors.
- D. Perform such other duties as assigned by the president.

**Section 6. Duties of the Secretary shall be to:**

- A. Keep accurate minutes of all meetings and provide copies to members of the Board of Directors not later than 30 days following a meeting.
- B. Conduct correspondence as necessary.
- C. Annually distribute a roster which includes the names and contact information for elected officers, standing and special committee chairs, appointed officers and club presidents to all members of the Board of Directors. Update the roster and redistribute as necessary.
- D. Perform other duties as assigned by the president.

**Section 7. Duties of the Treasurer shall be to:**

- A. Serve as custodian of all funds; keep full and accurate accounts of receipts and disbursements; and deposit all monies received in an IFRW account.
- B. Pay all bills approved in the budget or as directed by the Executive Committee.
- C. Collect and transmit all dues and service charges to NFRW as directed.
- D. Notify local clubs in December of each year of the due date for service charges and membership dues to be sent to IFRW to remain in good standing.
- E. Present a financial report at all business meetings with copies for members.
- F. Submit books to the audit committee at the end of the year in which the biennial convention is held.
- G. Serve as a member of the budget committee and provide a copy of the preceding biennial budget.
- H. Serve as a member of the credentials committee and provide a list of all members in good standing for use at board meetings and the biennial convention.
- I. Provide names and contact information for all clubs, club presidents and members to the IFRW president and secretary, updated quarterly.
- J. Destroy financial records more than seven years old as directed.

**Section 8. Duties of the Congressional District Directors shall be to:**

- A. Assist the president in promoting the work of the IFRW.
- B. Serve as a liaison between the IFRW president and the local club presidents.
- C. Provide support and resources for existing clubs and help organize new clubs.
- D. Appoint area directors, with the approval of the president, as needed to support existing clubs and to help organize new clubs in each geographic area of the state.

**Section 9. Appointed Officers:**

The President shall appoint, with the approval of the Executive Committee, a Parliamentarian, a Historian, and other officers deemed necessary to conduct the business of the NFRW.

- A. The parliamentarian shall advise the presiding officer on points of order not addressed in the Bylaws to ensure the orderly conduct of meetings. The presiding officer of the organization or a vote of the membership can overrule a decision of the

parliamentarian. The parliamentarian may assist in the development or revision of bylaws.

- B. The Historian shall maintain a complete record of events and activities of the IFRW.
- C. Duties of other appointed officers shall be determined by the Executive Committee.

## **ARTICLE VI – BOARD OF DIRECTORS**

### **Section 1. Membership**

The voting body of the Board of Directors shall be the elected officers of the IFRW, the president of each local federated club (or her accredited appointee), the chairmen of the standing committees, and the immediate past president of the IFRW. Ex-officio (non-voting) members are chairmen of special committees, committee members and appointed officers.

### **Section 2. Duties shall be to:**

- A. Act as the governing body of the IFRW.
- B. Meet at the call of the president for annual spring and fall meetings or at the written request of three members.
- C. Elect a nominating committee at its first meeting of the year in which the biennial convention is held.
- D. Approve policies and procedures as recommended by the IFRW Executive Committee.

### **Section 2. Quorum**

A quorum shall consist of ten members of the board, including three of the elected officers.

## **ARTICLE VII – EXECUTIVE COMMITTEE**

### **Section 1. Membership**

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

### **Section 2. Duties shall be to:**

- A. Set the date, time and place for meetings.
- B. Transact all business that does not require a vote of the Board of Directors.
- C. Have jurisdiction over membership applications and removal from and reinstatement to membership of local clubs.
- D. Approve the IFRW President's recommendations of chairman of standing committees.
- E. Fill vacancies in the elected officers.
- F. Recommend policies, procedures, and programs of action to the IFRW Board of Directors for approval and implementation.
- G. Approve the biennial budget by majority vote and present to the Board of Directors.
- H. Oversee the collection and disbursement of funds.

- I. Remove from office by a two-thirds vote an officer or board member who does not support IFRW or NFRW policies and purposes as stated in Article II.

### **Section 3. Meetings**

- A. Meetings of the IFRW Executive Committee shall be held preceding Board of Directors meetings and at the conclusion of biennial conventions.
- B. Planning meetings shall be held by newly elected officers prior to officially beginning their term of office.
- C. Special meetings may be called by the President or upon written request of three members of the Executive Committee. At least seven days' notice shall be required for special meetings.
- D. A vote may be conducted between meetings by mail, phone, fax, or email and ratified at the next Executive Committee meeting.
- E. Four members shall constitute a quorum.

## **ARTICLE VIII – COMMITTEES**

### **Section 1. Standing Committees**

The standing committees of the IFRW shall be Bylaws, Campaign/Elections, Fundraising, Legislation and Issues, Membership, Programs, and Public Relations. Chairmen are voting members of the Board of Directors.

### **Section 2. Special Committees**

- A. The Budget Committee, consisting of the President and the Treasurer, shall submit a biennial budget to the Executive Committee for approval prior to the first Board of Directors meeting following the biennial convention.
- B. The Audit Committee shall consist of at least two qualified individuals who shall perform an audit of the treasurer's books at the end of the calendar year in which the biennial convention is held. No member of the Executive Committee shall serve on the Audit Committee. The report of the Audit Committee shall be approved by the Executive Committee.
- C. The Credentials Committee shall provide a list of delegates and members entitled to vote and report to the board meeting or convention as requested.
- D. The Nominating Committee (see Article IX, Section 1.)
- E. Other special committees shall be appointed by the President as needed and may include, but are not limited to: Achievement Awards, Caring for America, Resolutions, Scholarships, Literacy and Education, Americanism, Armed Services, Communications, Leadership Development, and Community Engagement.

### **Section 3. Duties**

Committees shall prepare programs of action in their respective fields for consideration by the President and the Executive Committee for recommendation to the Board of Directors.

## **ARTICLE IX – CONVENTIONS**

### **Section 1. State Convention**

An IFRW Convention shall be held biennially in the even numbered years, at a place, date and time set by the Executive Committee.

### **Section 2. Standing Rules**

The President and/or Executive Committee shall prepare standing rules and present to the convention for adoption.

### **Section 3. Voting Body**

The voting body of the state convention shall be the elected officers, chairmen of standing committees, club presidents, and elected delegates representing local clubs. There shall be no proxy voting. A quorum shall consist of 25 delegates, plus three elected officers.

### **Section 4. Delegates and Alternates**

- A. Clubs in good standing, i.e., those whose membership dues and service charges, together with membership lists, were received by the treasurer by August 1 shall be entitled to send delegates to the biennial convention.
- B. The president of each local club shall be an automatic delegate. A club vice president may serve in the absence of the president.
- C. Each club is entitled to one delegate and one alternate for the first 10 members and one delegate and one alternate for each additional 25 members or major fraction thereof, in addition to its president.

### **Section 7. National Convention**

- A. A federated local club must be in good standing to be eligible for representation at the NFRW Biennial Convention.
- B. The IFRW President is a delegate by virtue of office and an alternate is not allowed.
- C. The IFRW shall be represented by one delegate and one alternate from each local federated club; five delegates-at-large and five alternates-at-large; and one additional delegate- and alternate-at-large for each 500 IFRW members or fraction thereof.
- D. Delegates-at-large and alternates-at-large shall be elected by the IFRW Board of Directors and must be members in good standing of a local federated club at both the time of election and convention.
- E. Delegate vacancies shall be filled by alternates in their designated order. Alternate vacancies occurring prior to the convention shall be filled by the executive committee as deemed necessary.



## **ARTICLE X – ELECTIONS**

### **Section 1. Nominating Committee**

- A. The Board of Directors shall elect a nominating committee consisting of three members and one alternate at the first meeting of the calendar year in which the biennial convention is held. Members shall represent all geographic areas of the state.
- B. A chairman shall be elected by the nominating committee members.
- C. The nominating committee shall submit the name of one nominee for each IFRW Office who meets the eligibility requirements and has agreed to serve. This proposed slate of officers shall be provided to members of the Board of Directors thirty days prior to the biennial convention.
- D. A nominating committee member shall not serve two (2) consecutive terms.

### **Section 2. Election of Officers**

- A. Elections shall be held at the IFRW Biennial Convention.
- B. The chairman of the nominating committee shall present its slate of officers.
- C. Members may then be nominated for office from the floor, with their consent.
- D. Voting shall be by ballot for each office, unless there is but one nominee for an office.
- E. A majority vote shall constitute election.
- F. No proxy voting shall be allowed.

## **ARTICLE XI – PARLIAMENTARY AUTHORITY**

The parliamentary authority for the IFRW shall be Roberts Rules of Order, Newly Revised, or the latest edition thereof, provided it is not in conflict with the adopted bylaws or standing rules.

## **ARTICLE XII – AMENDMENTS**

- A. These bylaws may be amended at the IFRW Biennial Convention, at the IFRW Spring or Fall Board Meeting, or at a meeting called for this purpose, by a two-thirds vote, providing the proposed amendments have been sent to each IFRW federated local club at least thirty days prior. Notification may be made by US Mail, email, or fax.
- B. Amendments to these bylaws shall take effect upon approval unless otherwise stated in the amendment.
- C. When amendments to the NFRW bylaws make a corresponding amendment to these bylaws necessary in order to be in compliance, these bylaws shall be deemed to be amended automatically.

REVISED: September 15, 2018