



BYLAWS OF THE

10,000 Lakes Republican Women

ARTICLE I – NAME

The name of this club shall be 10,000 Lakes Republican Women, hereinafter referred to as “Club”. This Club is affiliated with the MN Federation of Republican Women (MNFRW) and with the National Federation of Republican Women (NFRW). This club shall function as a virtual club.

ARTICLE II – OBJECTIVES

The Objectives of this Club shall be to:

- 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;
- G. Support the objectives and policies of the Republican National Committee; and
- H. Perform any lawful activity not inconsistent with the foregoing.

ARTICLE III – POLICIES

Section 1. ENDORSEMENT POLICY

The Club as a whole and any member of its Executive Committee 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. Individual members of this organization may work for the candidate of their choice in contested Republican primaries, but not in the name of the Club or Federation.

An officer of the organization 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 the organization or by utilizing the logo or stationery of the NFRW, MNFRW, or the local club.

Section 2. SPLIT TICKET. Neither the Club nor an individual member shall advocate a split ticket, support an opposition party candidate, or act against the NFRW or MNFRW policies and bylaws.

Section 3. OTHER ORGANIZATIONS. The Club shall not affiliate with any political organization which is not officially recognized as working in concert with the MNFRW, NFRW and the Republican National Committee.

ARTICLE IV – MEMBERSHIP

Section 1. PRIMARY MEMBERSHIP

- A. Any Republican woman who believes in the philosophy of the Republican Party and supports the objectives and policies of this organization shall be eligible for membership.
- 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 woman who is a primary member of another Federated Women's club who supports the objectives and policies of this 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 NFRW or the MNFRW meetings or conventions.
- C. Republican men may be associate members but cannot make motions, hold office, have a voice, vote, or be counted in determining the number of primary members.
- D. Associate dues remain with the club. Associate members are not reported to the MNFRW or NFRW.

ARTICLE V – DUES

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

Section 2. MEMBERSHIP DUES. Membership dues shall be payable no later than December 31 and shall be delinquent March 1. Dues collected in November and December may be applied to the following year's membership.

Section 3. SERVICE CHARGES. Club shall pay MNFRW dues and NFRW per capita dues, and the annual service charges on behalf of its members, with the first payment of the year to be made no later than December 31 of each year.

ARTICLE VI – ELECTED OFFICERS AND DUTIES

Section 1. ELECTED OFFICERS. The elected officers of this club shall be a President, Vice President, Secretary, Treasurer and Member-at-Large.

Section 2. ELIGIBILITY. Each elected officer shall be a primary member in good standing of the club.

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

Section 4. REMOVAL FROM OFFICE OR MEMBERSHIP. Members of the Executive Committee or members of the club may be removed by two-thirds (2/3) vote of the membership for any of the following reasons after investigation by the Executive Committee:

- A. Non-payment of dues;
- B. Advocating for an opposition party candidate;
- C. Supporting an opposition party ticket; or
- D. Failure to uphold the policies and objectives of this club as stated in the bylaws.

Section 5. ELECTION. The offices of President and Secretary shall be elected at the November meeting on the odd years. The Vice President, Treasurer and Member-at-Large will be elected at the November meeting on the even years. Each office shall serve a term of two years, or until their successors are elected.

Section 6. DUTIES OF THE OFFICERS.

- A. The President shall:
 - 1. Call and preside over all meetings of the Club and the Executive Committee;
 - 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 the approval of the Executive Committee;
 4. Prepare a program of action in consultation with the Chairmen of the Standing Committees for presentation and approval by the Executive Committee;
 5. May submit an annual budget for approval by the membership;
 6. Be an ex-officio member of all committees except the Financial Review and Nominating Committees;
 7. One of two authorized signatures on all bank accounts, namely President and Treasurer;
 8. Represent the Club in all Republican Party activities;
 9. Appoint the Financial Review Committee in November, with the exception of a change of treasurer at which time a complete review will be done;
 10. Accept resignation by written letter or e-mail of any member wanting to resign from a position, chairmanship, or the Club; and
 11. Call meetings of the Executive Committee and Board of Directors; or upon the request of three members of the Executive Committee and/or five members of the Board of Directors.
- B. The Vice President 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, the Executive Committee or the Club; and
 4. Act as Program Chair.
- C. The Secretary shall:
1. Keep the minutes of all meetings of the Club; and Executive Committee;
 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, the Executive Committee or the Club;
 5. Maintain all Club records and historical items; and
 6. Keep a permanent record off the call to all meetings, of attendance at all meetings, and of all votes cast, by name, for any action taken.
- D. The Treasurer shall:
1. Serve as custodian of all Club funds and deposit them in a bank(s) approved by the Executive Committee;
 2. One of two authorized signatures on all bank accounts, namely President and Treasurer;
 3. Disburse funds as directed by the Executive Committee or the membership;

4. Bring written financial report(s) to regular Club and Executive Committee meetings;
 5. Maintain a current roster of club members, submit dues, annual service fees, and reports to MNFRW as required;
 6. Submit the financial records to the Financial Review committee for an annual review to be completed by the second meeting of the fiscal year;
 7. Perform other duties as assigned by the President, the Executive Committee or the Club; and
 8. Comply with all state elections and reporting requirements.
- E. Member-at-Large shall:
1. Serve as a liaison between the board and the general membership of the Club; and
 2. Perform other duties as assigned by the President, the Executive Committee or the Club.

Section 7. RECORDS. All officers and all committee chairmen 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 – APPOINTED OFFICERS

Section 1. APPOINTED OFFICERS. The President may appoint, with the approval of the Executive Committee, a Parliamentarian.

Section 2. DUTIES OF THE PARLIAMENTARIAN

- A. The Parliamentarian shall:
1. Serve as counsel and give advice on parliamentary procedure;
 2. Be familiar with the by-laws and standing rules of the Club; and
 3. Be entitled to the membership privilege of a ballot vote if a Club member.

ARTICLE VIII – MEETINGS

Section 1. REGULAR MEETINGS. A minimum of five (5) regular meetings shall be held during the Club year. These meetings shall be held as decided by the Executive Committee. A quorum at Club meetings shall be 30% of primary members. Notice of any regular meeting shall be given to all members of the Club at least five (5) days prior to each regular meeting.

Section 2. SPECIAL MEETINGS. Special meetings may be called by the President, upon the request of five members of the Executive Committee or by 30 members of the Club. The purpose of the meetings shall be stated in the call, with no other business to be transacted at the meeting. Notice of any special meeting shall be given to all members of the Club at least five (5) days prior to a called special meeting. Special Meetings will be held electronically.

Section 3. ANNUAL MEETING. The November meeting will be designated as the Annual Meeting. Notice of the annual meeting shall be given to all members of the Club at least five (5) days prior to the annual meeting.

Section 4. VOTING. A vote of the Club or Executive Committee may be conducted by mail, email, or other approved electronic means between meetings, 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 sent electronically to members to their official email or text message address provided to the club.

Section 6. RECORDS OF MEETINGS. The Secretary shall keep a permanent record of the call to all special meetings, of attendance of all special meetings, and of all votes cast, by name, for any action taken.

ARTICLE IX – EXECUTIVE COMMITTEE

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

- A. The elected officers which shall be a President, Vice President, Secretary, Treasurer and Member-at-Large.;
- B. The Immediate Past President;
- C. The Standing Committee Chairs;
- D. The Parliamentarian; and
- E. The Special Committee Chairs, each without vote.

Section 2. DUTIES. The Executive Committee shall transact necessary business between meetings of the Club, approve committee appointments made by the President, and perform other duties as assigned by the Club.

Section 3. MEETINGS. The Executive Committee shall meet as decided by the President or the Committee. Special meetings may be called by the President or upon the request of a majority of the Committee. At least five (5) day notice shall be given for meetings. Notice may be mailed or sent electronically.

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

ARTICLE X – COMMITTEES

Section 1. STANDING COMMITTEES.

- A. The standing committee chairmen of this club may be appointed by the President, and approved by the Executive Committee, to include: Technology, Membership, Bylaws, Campaign Activities, Legislative, and Fundraising.
- B. Officers may be appointed to chair standing committees.
- C. Each standing committee chair may 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. Technology
 - a. Hold Zoom credentials
 - b. Responsible for admitting members to the meeting
 - c. Assure that Zoom is current and up to date
 - d. Moderate chat feature
 - e. Perform other duties as assigned by the President, the Executive Committee or the Club
 - 2. Legislative
 - a. Identify legislative concerns important to the Club, draft document addressing those concerns and share draft document with executive committee for review and midification; and
 - b. Inform the Club and Executive Committee of any legislation affecting the interests of NFRW and the Minnesota Federation of Republican Women.
 - 3. 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. General membership shall have final vote of amendments; and
 - d. Furnish the Minnesota Federation of Republican Women Bylaws Committee with a complete set of Club bylaws for review and approval.
 - e. Any subsequent revision of bylaws shall be sent to the Minnesota Federation of Republican Women Bylaws Committee for approval.

4. Campaign Activities
 - a. Coordinate all activities of the Club's campaign program, and
 - b. be responsible for the collection and reporting of campaign hours.
5. Fundraising
 - a. Prepare and implement a plan for raising funds in order to meet the Club's budget; and
 - b. Notify the treasurer of all fundraising committee meetings and may attend.
6. Membership
 - a. Coordinate all membership renewal and new member efforts
 - b. Compile and maintain complete membership lists
 - c. Ensure that all membership information is shared with the Treasurer and others as deemed necessary to submit accurately to the state and national federations.

Section 2. SPECIAL COMMITTEES

- A. The President may appoint chairmen of special committees, subject to the approval of the Executive Committee, at any time as it may become necessary. Special Committee Chairmen do not have a vote on the Executive Committee. Special Committees may include: Public Relations/Communications, Caring for America, and Literacy. Other Special Committees may be appointed as needed.
- B. Financial Review Committee. A committee of three (3) 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 and to the membership by the second meeting of the following fiscal year.

Section 3. COMMITTEE MEMBERS. All committee members must be primary 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 XI – NOMINATIONS AND ELECTIONS

Section 1. NOMINATIONS.

- A. A Nominating Committee of five (5) primary members, and one (1) alternate, shall be elected by the Club no later than September of each 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;

- B. The Nominating Committee shall report a slate of at least one candidate for each office at the general meeting in October of each year, at least thirty (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 and just before the election; and
- C. Nominating Committee members shall not succeed themselves.

Section 2. ELECTION OF OFFICERS.

Elections shall be by ballot at the regular meeting in November. However, if there is but one nominee for any office, the election for that office may be by voice vote;

- A. No officer may simultaneously run for more than one office.
- B. Officers may run for a second consecutive term.

ARTICLE XII – STATE FEDERATION CONVENTION DELEGATES

Section 1. ANNUAL MEETING. At the Minnesota Federation of Republican Women biennial convention, the club shall elect representation to the convention in the method set forth in the Minnesota Federation of Republican Women bylaws.

Section 2. Election of delegates and alternates shall take place at a general meeting before convention to conform to the Minnesota Federation of Republican Women certification requirement.

ARTICLE XIII – PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, shall govern the club in all instances where they are applicable and in which they are not inconsistent with these bylaws, NFRW and Minnesota Federation of Republican Women bylaws and any special rules of order.

ARTICLE XIV – AMENDMENTS

These bylaws may be amended by a two-thirds vote at any regular (general) meeting of the club, provided that notice of the proposed amendment(s) shall have been sent to each member twenty (20) days prior to the date of the general meeting.

ARTICLE XV – DISSOLUTION

This club may be dissolved by a two-thirds vote at any regular 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 the Minnesota 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 Minnesota Federation of Republican Women.

These bylaws approved and adopted by the 10,000 lakes Republican Women on this date, January 1, 2023.