

**ARKANSAS FEDERATION OF REPUBLICAN WOMEN**  
**BYLAWS**  
**2013**

**Article I – Name**

The name of this organization shall be Arkansas Federation of Republican Women.

**Article II – Purpose**

The purpose of this organization shall be:

- A. To promote an informed electorate through political education;
- B. To increase the effectiveness of women in the cause of good government through active participation;
- C. To facilitate cooperation among women’s Republican clubs;
- D. To foster loyalty to the Republican Party and to promote its ideals;
- E. To work for the election of Republican Party’s nominees;
- F. To unite all of our efforts toward the continuation of a two-party system in the State of Arkansas.

**Article III – Membership**

**Section 1:** Membership in this organization shall be open to any Republican Women’s clubs of (10) or more members whose bylaws provide for at least five (5) meetings a year, annual dues, and whose provisions do not conflict with the bylaws of this Federation. Club’s bylaws must be approved by the AFRW. Local clubs must register as a PAC (Political Action Committee) and file quarterly reports to the Arkansas Secretary of State, when they take in more than \$500.00 in a fiscal year. They must then register their PAC each January. Reminder notices to register and file the quarterly reports will be sent to the clubs following registration. The forms can be copied from the Arkansas Ethics Commission web site.

The word Republican shall be included in the name of all clubs. The word “Federation” shall not be used in the name of the club. The AFRW logo may be used for AFRW gain only.

**Section 2:** All applications for membership shall be sent to the State Federation President on forms furnished for that purpose. Certificates of membership will be forwarded as soon as application has been approved by the membership and AFRW Executive Committee. A copy of the club’s bylaws shall accompany application for active membership and any revision of said bylaws shall be sent to the AFRW Secretary upon adoption.

**Section 3:** Only local club members in good standing are eligible to be delegates or alternates to an AFRW or NFRW meeting or convention and shall be counted from only one (1) club for the purpose of representation. New clubs must be in good standing for at least six (6) months prior to the NFRW Biennial Convention to be eligible for representation.

**Section 4:** Associate Members: Associate Members are Republican women and men who wish to support AFRW and clubs by paying annual dues and who may or may not attend meetings, but cannot make motions, have a voice or vote, be on committees, or hold office. Dues shall be set by the individual club and shall remain in the club treasury. Associate Members may not be counted for total membership or for the purpose of determining the number of delegates to National or State Conventions.

A. A member of any AFRW club may be eligible for an Associate Membership in another AFRW club, but she shall be counted for membership in only one club.

B. Republican men shall be eligible only for Associate Membership.

C. Associate Members are not members of the State and National Federations.

**Section 5: Removal from Membership:** A club may be removed from membership by a two-thirds (2/3) vote of the Executive Committee for the following reasons: A. Nonpayment of dues by February 1st deadline.

B. Supporting an opposition candidate or supporting a candidate running on an opposition ticket.

C. Failure to hold at least five (5) meetings within a twelve (12) month period.

D. Failure to maintain a minimum of ten (10) members.

E. Failure to fulfill duties outlined in State Bylaws.

F. Affiliation with any organization which goes against the beliefs of the Republican Party.

**Section 6: Contested Primaries:** AFRW President and local club presidents cannot publicly support candidates in a contested Republican primary election, with the exception of the presidential preferential primary.

**Section 7: Dissolution of Clubs:** The assets, upon the dissolution of a club, shall be distributed to AFRW. None of the assets shall be distributed to any member or officer of the club. The AFRW charter shall be returned to AFRW President.

**Section 8: Reinstatement of Membership:** A club, removed from membership for any cause, may be reinstated by filing an application and by a two-thirds (2/3) vote of the Executive Committee.

#### **Article IV – Officers and their Duties**

**Section 1:** The Officers of this organization shall be: President, First Vice President, Second Vice President, Third Vice President, Secretary, and Treasurer, all of whom shall be elected at the Biennial Convention, and two District Directors from District One, District Two and District Four, with three District Directors from District Three, who shall be elected in their respective District Caucuses at the Biennial Convention.

**Section 2: Duties of the Officers:**

A. The duties of the President shall be:

1. To preside at all meetings of the organization, the Board of Directors and Executive Committee.
2. To appoint all committees except the Nominating Committee and those Standing Committees of which the Vice Presidents are chairmen; the appointment of chairmen of Standing Committees to be approved by the Executive Committee.
3. To be an ex officio member of all committees except the Nominating Committee.
4. To prepare a program of action after consultation with the chairmen of Standing Committee for presentation to the Board of Directors.
5. To appoint a Parliamentarian.
6. To issue the Call for the Biennial Convention at least sixty (60) days prior to the Convention.
7. To sign checks, in emergency, and by vote of the Executive Committee, in the inability of the Treasurer.
8. To represent the organization at all times or to designate someone as representative in her absence or inability.
9. Attends RPA meetings to represent AFRW.
10. Attends NFRW Board of Directors meetings and Convention to represent AFRW.

B. The Vice Presidents, in their order, shall perform the duties of the President in her absence or inability.

1. First Vice President shall serve as Program Chairman and Legislative Day Chairman.
2. Second Vice President shall serve as Membership Chairman and work on club growth.
3. Third Vice President shall serve as Fundraising Chairman.

C. The Secretary shall keep and read the minutes of all meetings of the Federation, the Board of Directors and the Executive Committee. She shall be custodian of all records and papers of the Federation, except those that pertain to some other office or committee.

D. The Treasurer shall be custodian of all funds of the organization and shall disburse them only on written authorization. She shall keep an accurate account of all receipts and disbursements and shall give a full report at the annual meetings as ordered by the President. She is responsible for registering our PAC (Political Action Committee) each January and filing reports each quarter to the Arkansas Secretary of State. The Treasurer shall be responsible for preparing a budget to present to the Executive Committee.

for approval. The books of the treasurer shall be audited annually by an auditing committee appointed by the Executive Committee.

E. The Congressional District Directors shall promote the work of the Federation generally in their districts, under the direction of the President. They shall take the initiative in organizing new clubs and shall visit each club in their section of the district at least once a year and maintain close communication with them. They shall present District Reports at each quarterly Board of Directors meeting.

**Section 3:** The term of office for elected officers, District Directors, Nominating Committee members and Standing Committee Chairmen shall be two (2) years and shall begin July 1st following their election and installation at the AFRW Biennial Convention and end June 30th following the next Biennial Convention, or until their successors are elected. No one may serve in the same position for more than one (1) two-year term.

**Section 4:** Qualification: Any state officer or appointee must be a dues-paying member of a bona fide federated club of this state whose state and national dues are paid. Candidates for the office of AFRW President shall have been a member of a federated club for at least five (5) years and shall have served as a local club president.

**Section 5:** Removal of Officers: An Officer may be removed from office by two-thirds (2/3) vote of the Board of Directors for the following reasons:

- A. Failure to qualify as a dues-paying member as stated in Article IV, Section 4.
- B. Failure to attend Board of Directors' meetings without good and proper reason.
- C. Failure to fulfill duties as outlined in the AFRW Bylaws.
- D. Supporting an opposition candidate.
- E. Publicly supporting candidates in a contested Republican primary election or general primary run-off election as stated in Article III – Section 6.

**Section 6:** Officers' Records: All officers and all committee chairmen shall deliver all records, files, and properties of the Federation to their successors.

## **Article V – Board of Directors and Executive Committee**

**Section 1:** The Board of Directors of the State Federation shall consist of the Elected Officers, District Directors, Chairmen of Standing Committees, or the Vice Chairman in the absence of the Chairman, the Immediate Past State President, all Past AFRW Presidents, providing their membership is current in a club, and the President of each Club in good standing. The Republican National Committeewoman and the RPA Vice Chairwoman shall be members of the Board of Directors.

**Section 2:** The Board of Directors shall have authority to transact the business of the Federation between Biennial Convention, to fill vacancies in elective officers that occur between Biennial elections.

**Section 3:** Executive Committee: The Executive Committee shall consist of the Elected Officers of the State Federation and the Immediate Past State President, the Republican National Committeewoman, the District Directors, and the RPA Vice Chairwoman. The Parliamentarian shall serve in a non-voting capacity on the Executive Committee. Should the Immediate Past State President not accept this appointment, the previous State President shall become a member of this committee.

**Section 4:** Duties of the Executive Committee:

- A. Shall have complete jurisdiction over membership.
- B. Approve the appointments of the President of Chairmen of Standing Committees.
- C. Recommend the annual budget to the Board of Directors.
- D. Direct the disbursement of funds.
- E. Approve the bank or banks where funds are to be deposited.
- F. To meet on Call of the President or written request of four (4) members.

## **Article VI – Meetings**

**Section 1:** Biennial Conventions:

The AFRW Biennial Convention shall be held the first weekend of April of odd-numbered years. The exception to this shall be if Easter falls on this weekend, then it shall be changed to the second weekend in April. The location shall be decided by a vote of the Executive Committee.

A. The Call for the Biennial Convention shall be sent by the AFRW President to all members of the Board of Directors at least sixty (60) days prior to the Convention.

B. The Convention will be hosted, in numerical order, by the local clubs of the four AFRW districts. The District Directors of the host district shall serve as the Chairman and Co-Chairman of the Convention Arrangements Committee. They shall work on the Biennial Convention with the AFRW President, Program Committee and Executive Committee. All Convention-related profits shall remain in the AFRW treasury. Individual clubs may request approval from the Executive Committee to pursue fundraising projects at the Biennial Convention that would benefit their clubs.

C. Voting Body: the voting body of a convention shall be:

1. Two (2) delegates shall be elected from each club, (excluding the club president as she is automatic delegate), plus an additional delegate for each fifteen (15) members, and for each elected delegate, the club is entitled to one alternate, based on per capita dues paid on membership on December 31<sup>st</sup> of the previous year.

2. Clubs organized and filing for membership thirty (30) days before the date of the Biennial Convention will be entitled to two (2) voting delegates and two (2) alternates.

3. The Delegates shall be selected in such a manner as their respective clubs shall prescribe; the selection shall be made not less than thirty (30) days prior to the convention and the names shall be sent to the AFRW President on forms provided for that purpose and as prescribed in the Call for the Convention.

4. Members of the AFRW Board of Directors.

5. Past State Presidents, providing their membership is current in a club.p

D. In the Absence of a Delegate, an Alternate may vote. There shall be no proxy voting.

**Section 2:** Board of Directors Meetings: The Board of Directors shall meet once per quarter in conjunction with the Executive Committee at such time and place as shall be determined by the Executive Committee. Other meetings of the Board of Directors may be called by the President, or upon written request of at least four (4) members of the Executive Committee. The Call for all Board of Directors meetings shall be sent to all members of the Board of Directors, at least thirty (30) days before the meeting. An AFRW Club President may appoint any member of her club as appointed proxy who shall have a voice and vote at the meetings. In the absence of a Chairman of a Standing Committee, the Vice Chairman shall have the same privileges as the Standing Committee Chairman at an AFRW meeting. Forms for proxies will be supplied by the AFRW Secretary and must be signed by the Club President.

**Section 3:** Executive Committee meetings: The Executive Committee shall meet once per quarter at such time and place as shall be determined by the President. Other meetings may be called by the President, or upon the request of at least four (4) members of the Executive Committee. The Call for all Executive Committee meetings shall be sent to all members of the Executive Committee at least thirty (30) days before the meeting. There shall be no proxies for Executive Committee members.

## **Article VII – Dues**

**Section 1:** Per Capita Dues. Each club in the Federation shall pay an annual per capita dues required by the State and National Federation and listed in the AFRW Standing Rules. Dues shall be payable to AFRW January 1<sup>st</sup> and shall be delinquent after February 1<sup>st</sup>, in accordance with NFRW Deadlines.

**Section 2:** AFRW Supply Charge: Each club in good standing will receive all mailings and other services of the Arkansas Federation after payment of annual dues and supply charge as listed in the AFRW Standing Rules.

**Section 3:** Fiscal Year: The fiscal year of the Federation shall be January 1 to December 31.

**Section 4:** Only Clubs whose dues are paid by the February 1st deadline prior to the Biennial Convention shall be entitled to representation in the convention.

**Section 5:** Service Charge as required by the NFRW and listed in the AFRW Standing Rules shall be forwarded with per capita dues to the AFRW State Treasurer for transmittal to the National Federation.

## **Article VIII – Nominations and Elections**

**Section 1:** Nominations: A Nominating Committee of four (4) members shall be elected, one (1) from each Congressional District, in their respective District Caucuses at the preceding Biennial Convention. This committee shall elect its own chairman from one of its number. The Nominating Committee shall submit one nominee for each office in a report to be sent out to all members of the Board of Directors with the call for the Biennial Convention. Nominations may also be made from the floor of the convention by delegates to the convention following the report of the Nominating Committee to the convention. No one shall be nominated who has not given consent to serve if elected.

**Section 2:** Election: Election shall be held at the Biennial Convention and election shall be by secret ballot except where there is only one (1) candidate for office; if only one (1) candidate for an office, election may be by voice. A plurality vote shall elect.

**Section 3:** Election Committee: An Election Committee of not less than five (5) members; one from each Congressional District and one “at large” member, who shall be appointed by the President at the Board of Directors meeting prior to convention. This committee shall provide all election materials and act as tellers for the elections.

**Section 4:** No one shall serve on the Nominating Committee for more than one (1) two-year term.

**Section 5:** A vacancy in an elective office shall be filled by the AFRW Board of Directors at its next meeting following the announcement of the vacancy.

**Section 6:** Election of delegates to NFRW Convention: One delegate shall be elected from each club in good standing. AFRW shall elect five delegates at-large and one additional delegate-at-large for each 500 members or major fraction thereof, based on the payment to the NFRW of the current year’s dues and postmarked ninety days prior to the convention. The AFRW President is a delegate to the NFRW Convention. AFRW and local clubs are entitled to one alternate for each elected delegate.

**Section 7:** Local club elections: Local clubs shall have a provision in their bylaws specifying the time for their elections in the Fall of the year and installation of new officers shall be no later than December 31st, with their term of office beginning on January 1st of the following year. Installation of officers in local clubs must be performed by a member of AFRW or NFRW. Local clubs shall send lists of officers’ names and addresses, zip codes, telephone numbers and email to the AFRW President and Treasurer by January 1st of each year. If an officer resigns or moves, she shall be replaced within thirty (30) days and the new officer’s contact information shall be sent to the AFRW President and Treasurer. Local clubs are responsible for providing the name and contact information of club presidents to the AFRW Secretary.

## **Article IX – Committees**

**Section 1:** Standing Committees: The Standing Committees of the Federation shall include: Campaign Activities, Membership, Public Relations, Fundraising, Program, Bylaws, and Scholarship (Douglas Tyler Burton).

**Section 2:** Duties of the Committees: The duties of the Standing Committees shall be prescribed by the Board of Directors.

**Section 3:** Special Committees: Special Committees may be appointed by the President as deemed advisable. Special Committee Chairmen are not entitled to a vote on the Board of Directors.

## **Article X - Quorum**

**Section 1:** Biennial Convention: A quorum at the Biennial Convention shall consist of the majority of the number of voting members who have actually registered at the convention.

**Section 2:** Board of Directors: A quorum at any meeting of the Board of Directors shall consist of a majority of the members of the committee either in person or by electronic means such as telephone, cellular phone, or Internet connection where the member may both hear and be heard by all attendees. Electronic vote shall be ratified at next meeting.

**Section 3:** Executive Committee: A quorum at any meeting of the Executive Committee shall be a majority of the members of the committee, either in person or by electronic means such as telephone,

cellular phone, or Internet connection where the member may both hear and be heard by all attendees. Electronic vote shall be ratified at next meeting.

**Section 4:** Committees: Quorums for meetings of any committee shall be a majority of the members of the committee, either in person or by electronic means such as telephone, cellular phone, or Internet connection where the member may both hear and be heard by attendees. Electronic vote shall be ratified at next meeting.

#### **Article XI – Parliamentary Authority**

Robert’s Rules of Order Newly Revised, shall govern all proceedings except where inconsistent with the provisions of the Bylaws of this organization.

#### **Article XII – Amendments**

These Bylaws may be amended by a two-thirds (2/3) vote of delegates present at any meeting of the Board of Directors, provided that notice of proposed amendments has been sent to each member of the Board of Directors and to each club at least sixty (60) days prior to the meeting.

And provided further that amendments shall go into effect after ratification by a majority vote at the succeeding Biennial Convention or a majority vote, taken by mail, of Congressional Districts or a majority of the clubs.

Ratified November 19, 1955	Amended April 23, 1983	Amended April 6, 2013
Amended October 7, 1957	Amended May 2, 1987	
Amended October 28, 1965	Amended May 6, 1989	
Amended September 28, 1967	Amended May, 1991	
Amended November 15, 1969	Amended May 24, 1997	
Amended September 18, 1971	Amended May 5, 2001	
Amended May 3, 1975	Revised May 5, 2007	
Amended April 5, 2003	Amended April 4, 2009	
Amended May 2, 1981	Amended April 2, 2011	

### **AFRW STANDING RULES**

#### **I. AMENDMENTS**

Standing Rules, or any section thereof, may be amended or suspended by a two-thirds (2/3) vote of the Board of Directors at any AFRW Board of Directors meeting.

#### **II. DUES**

AFRW dues shall be \$4.00/year per member  
NFRW dues shall be \$10.00/year per member

#### **III. AFRW Supply Charge**

Clubs with membership of 10-20 members shall be \$10.00  
Clubs with membership of 21-50 members shall be \$15.00  
Clubs with membership of 51-75 members shall be \$20.00  
Clubs with membership of 76-125 members shall be \$25.00  
Clubs with membership over 125 members shall be \$30.00

#### **III. NFRW Service Charge shall be \$15.00**

Standing Rules Established April 4, 2009 at Convention  
Amended April 2, 2011 at Convention

[April 6, 2013]