

# Bylaws

## Ohio Federation of Republican Women

### Article I: Name

The name of this organization shall be the Ohio Federation of Republican Women (OFRW).

### Article II: Objectives

The objective of this organization shall be to:

1. Encourage Republican Women to join and become active in a federated club.
2. Assist our clubs so that they can function more effectively.
3. Facilitate cooperation among federated Republican Women's clubs.
4. Provide political education and legislative information.
5. Provide a wider knowledge of the principles and policies of the Republican Party.
6. Increase the number of registered Republicans.
7. Recruit, promote and support qualified Republican women for political office.
8. Give exposure to and work actively for all Republican candidates.
9. Lend support to the activities of other Republican organizations.

### Article III: Policy

1. In a contested primary no member of the Board of Directors (Board) shall use her position to endorse a candidate. If found in violation of the bylaw by the Board, the member shall be removed from office.
2. No club, or its President, shall use the name of the club to endorse any candidate in any contested primary, from the national to the local level. If found in violation of this bylaw by the Board, revocation of membership may result.
3. During a primary, when one nominee in a contested race is invited to a club, all nominees Republican for that office shall be extended invitations. Every effort shall be made to give all candidates in a contested primary equal exposure.
4. No OFRW or club officer shall use her position to support a candidate running on any opposition ticket.
5. In all non-partisan elections, federated Republican women should support only Republican candidates.
6. Members are encouraged to become active in primaries as individuals.
7. Federated Republican women should work for the selection of qualified Republicans to appointive local and state offices, boards and commissions.

### Article IV: Membership

Membership shall be only through clubs affiliated with the OFRW and the National Federation of Republican Women (NFRW)

1. Each club shall:
  - a. Be comprised of ten (10) or more Republican women.

- (1) Republican men may become Associate members of clubs. They may attend meetings, but cannot make motions, have a voice in the vote, be on committees, hold office, or be counted for the purpose of determining the number of delegates to OFRW or NFRW meetings or conventions. Associate members do not become members of OFRW or NFRW.
  - b. Submit dues for each member by June 1 and the NFRW service charge by March 1, using the form provided.
  - c. Hold at least five (5) meetings per year.
  - d. Hold election of officers at the last meeting before December 31 and submit names and addresses to the OFRW office.
  - e. The fiscal year of the OFRW and local clubs shall be from January 1 through December 31.
  - f. The word "Republican" shall be included in the title of all local clubs. Local clubs shall not use the word "Federation" in their titles but may use the word "Federated." All local organizations shall be known as "clubs." (New: February 1, 2007)
2. New clubs making application for membership shall:
    - a. Submit bylaws to the Executive Committee for approval.
    - b. Submit OFRW dues and NFRW dues and service charge with list of members.
    - c. Send names and addresses of officers and members.
    - d. Be in good standing for at least six months prior to the NFRW Biennial Convention to be eligible for representation. The six month period begins on the date the State President notifies the NFRW President in writing by mail, fax or email that the local club's bylaws have been approved at the state level and the local club's dues and service charge have been received by the NFRW office. This notification by the State Federation President shall be accompanied by the name of the club and the name and contact information of the local Club President. (New: February 1, 2007)
3. Removal of membership:
    - a. Shall occur for failure to pay dues.
    - b. May occur for failure to comply with any other provision for these bylaws after a recommendation for removal by a Grievance Committee appointed by the President and approved by two-thirds (2/3) vote of the Board, provided prior notice of such action is given in writing to the President of the club involved at least ten (10) days prior to the meeting where action is to be taken.
4. Reinstatement of a club that has been removed for any cause shall be by application to and approval of the Board.
  5. Upon dissolution or removal of a state federation or a local club, all of its assets shall be distributed to the superior body. None of the assets shall be distributed to any individual officer or member of the organization.
  6. The right to use the name of a dissolved or removed state federation club or local club shall revert back to its superior body. (New: February 1, 2001)

#### Article V: Dues

1. The annual OFRW dues shall be five dollars (\$5.00), effective January 1, 1992.
2. A person who belongs to more than one OFRW club shall designate through which club her OFRW and NFRW dues shall be paid.

3. The amount of these dues may be amended at any fall meeting by a majority vote provided all other provisions of Article XIV are met.

#### Article VI: Nominating Committee

1. A nominating committee of five (5) members and two (2) alternates shall be elected by the Board by a plurality vote in the spring of the odd-numbered year. The committee shall elect its chairman.
2. The committee shall submit at least one candidate for each office to be filled at the fall meeting in the odd-numbered year.
3. Nominations may be made from the floor following the report of the nominating committee, provided the nominee has given written consent to the President to serve if elected.

#### Article VII: Officers

1. The elected officers shall be a president, a first vice president, six (6) vice presidents (one for each of the following districts: Central, East, Northeast, Northwest, South, and Southwest), a secretary and a treasurer.
2. The officers shall be elected by ballot by majority vote in the odd-numbered year for a term of two years. If there is but one nominee for an office, the election may be held by voice.
3. No officer shall serve more than two consecutive terms in the same office.
4. The officers shall assume their duties January 1, following their election in the odd-numbered year of the annual meeting. They shall serve through December 31 two years hence, regardless of when installation takes place. They shall serve until their successors take office.
5. A vacancy in the office of president shall be filled by the first vice president. A vacancy in any other office shall be filled by a majority vote of the Board.
6. Officers must be members of an OFRW club.

#### Article VIII: Duties of Officers

1. The president shall:
  - a. Preside at all meetings of the OFRW, the Board and Executive Committee
  - b. Employ an executive secretary, subject to Executive Committee approval, and administer the OFRW office
  - c. Appoint standing committee chairmen, subject to the approval of the elected officers.
  - d. Appoint the committee and special committee chairmen, subject to the approval of the Executive Committee.
  - e. Be an ex-officio member of all committees, except the nominating committee.
  - f. Appoint a parliamentarian.
  - g. Co-sign checks with the treasurer.
  - h. Arrange for an audit of the books in January of even-numbered years.
2. The first vice-president shall:
  - a. Preside in the absence of the president.
  - b. Perform other duties as directed by the president, Board or Executive Committee.
3. The district vice-president shall:

- a. Have general supervision of the activities in the districts they serve.
  - b. Act as a liaison with the Board
  - c. Cooperate with other Republican leaders in their district to promote the betterment of the clubs.
  - d. Perform the duties as directed by the president, Board or Executive Committee.
4. The Secretary shall:
    - a. Keep the minutes of all meetings of the OFRW, Board and Executive Committee.
    - b. Perform other duties as directed by the President Board or Executive Committee.
  5. The treasurer shall:
    - a. Act as controller.
    - b. Advise the Board and Executive Committee as to the status of budget and finances.
    - c. Co-sign checks with the Presidents.
    - d. Perform other duties as directed by the President, Board or Executive Committee.
  6. The president, treasurer, and executive secretary shall be bonded.
  7. All officers shall present all books and records to their successors within ten (10) days.

### IX: Meetings

1. Meetings of the OFRW shall be held in the spring and fall.
  - a. District meetings may be held in the spring
  - b. The fall meeting shall be the annual meeting.
2. The voting body at the fall meeting shall consist of:
  - a. Members of the Board
  - b. Club delegate, determined as follows:
    - 1) Club presidents
    - 2) One for membership up to 25
    - 3) One for each additional 25 members or a major fraction thereof
    - 4) Each club is entitled to an alternate for each elected delegate, including the club president (New: February 1, 2007)
    - 5) An alternate may vote only in the absence of the delegate
3. Although eligible in more than one capacity, a member shall be entitled to only one vote.
4. Fifty (50) delegates representing clubs from not less than ten (10) counties shall constitute a quorum. There shall be no voting by proxy.
5. Special meetings may be called by the Board with at least fifteen (15) days written notice.
6. Each delegate and alternate shall be a member of an OFRW club.
7. All resolutions to be acted upon at the fall meeting should be submitted to the Resolutions Chairman one month prior to the meeting and subsequently approved by the Executive Committee before submitting them to the delegates. Between fall meetings the Board may adopt resolutions.

### Article X: Board of Directors

1. The Board shall consist of the elected officers, the National Committeewoman, the state central committeewomen, and standing and committee chairmen.
2. Meetings shall be held at the call of the president or by written request of at least nine (9)

- members in good standing. At least three (3) meetings shall be held each year.
3. Fifteen (15) members shall constitute a quorum.
  4. The Board shall:
    - a. Manage the affairs of the OFRW between meetings.
    - b. Adopt a budget at the first meeting of each year
    - c. Elect delegates-at-large and their alternates to the NFRW convention in accordance with the NFRW bylaws.
    - d. Make recommendations to the general membership.
    - e. Fill vacancies in the elected office
    - f. Elect a nominating committee of five (5) members and two (2) alternates in the spring of the odd-numbered years.
    - g. Determine counties to be assigned to the districts.
    - h. Establish criteria for the selection of women to be named Honorary Vice Presidents. Women so named shall have no position of authority in the Federation.
  5. All members of the Board shall be members of an OFRW club.

#### Article XI: Executive Committee

1. The Executive Committee shall consist of the elected officers and the standing committee chairmen.
2. The committee shall meet at the call of the president or by written request of at least five (5) members.
3. Seven (7) members shall constitute a quorum.
4. The Executive Committee shall manage the affairs of the OFRW between meetings of the Board.
5. Perform other duties as assigned by the Board.

#### Article XII: Committees

1. The standing committees shall be bylaws, finance, membership, political education and program. (New February 1, 2007)
2. Other committees shall be appointed as necessary to fulfill the purpose of the standing committee.
3. Special committees may be appointed for specific purposes.
4. All chairmen shall be members of an OFRW club.
5. All chairmen shall present all books and records to their successors within ten (10) days.

#### Article XIII: Parliamentary Authority

Robert's Rules of Order Newly Revised shall apply on all questions of procedure not specified in these bylaws or the NFRW bylaws.

#### Article XIV: Amendments

1. These bylaws may be amended at the annual meeting by any of the following methods:
  - a. A two-thirds (2/3) vote, provided a copy of the amendments has been mailed to each club and the Board at least thirty (30) days prior to the annual meeting.

- b. By a four-fifths ( $4/5$ ) vote, provided copies of the proposed amendments have been distributed prior to the session at which the vote is to be taken.
  - c. By a seven-eighths ( $7/8$ ) vote, if the amendment has not been previously distributed.
2. Changes in these bylaws necessitated by amendments to the NFRW bylaws shall be effected by the Executive Committee.

**Amended October 7, 2006**