



BYLAWS

ARTICLE I — NAME

The name of this club shall be Hot Springs Village Republican Women (HSVRW), hereinafter referred to as "Club." This Club is affiliated with the Arkansas Federation of Republican Women (AFRW) and with the National Federation of Republican Women (NFRW).

ARTICLE II — OBJECTIVES

The Objectives of this Club shall be to:

- A. Increase the effectiveness of women in the cause of good government through political education and activity;
- B. Foster loyalty to the Republican Party at all levels of government;
- C. Promote the ideals and principles of the Republican Party;
- D. Work for Republican candidates in all elections;
- E. Support the objectives and policies of the Club and Republican National Committee;
- F. Unite all of our efforts toward the continuation of a two-party system.

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, 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 Club or by utilizing the logo or stationery of the Club, AFRW, or NFRW.

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 AFRW 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 AFRW, NFRW, and the Republican National Committee (RNC).

ARTICLE IV — MEMBERSHIP

Section 1. PRIMARY MEMBERSHIP ELIGIBILITY

- A. A Republican woman who believes in the philosophy of the Republican Party and supports the objectives and policies of this Club may be eligible for Primary membership.
- B. A woman who agrees to adhere to the bylaws and standing rules of the Club.
- C. 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.
- D. A woman shall be identified as being female at birth.
- E. Primary members of this Club shall also be members of AFRW and NFRW.
- F. All membership applications are subject to review by the Club's Membership Credentialing Committee. Membership applications may be denied.
- G. All memberships expire on December 31 of each year.

Section 2. ASSOCIATE MEMBERSHIP

- A. A woman who is a Primary member of another Federated Women's club who supports the objectives and policies of this Club may be eligible to become an associate member upon payment of required annual dues. The dues amount for associate membership shall be stated in the Club's standing rules, amended as required.
- B. Associate Members are encouraged to be active in the Club by attending meetings and supporting Club activities.
- C. Associate members shall not be counted in determining a quorum for the Club.

- D. Associate members cannot hold office, vote, or be counted in determining the number of delegates to NFRW or the AFRW meetings or conventions.
- E. Republican men (identified as male at birth) may be associate members but cannot hold office, vote, make motions, or be counted in determining the number of Primary members.
- F. Associate dues remain with the club.
- G. Associate members are not members of AFRW or NFRW.
- H. All membership applications are subject to review by the Club's Credentialing Committee. Membership applications may be denied.
- I. All memberships expire on December 31 of each year.

ARTICLE V — DUES

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

Section 2. MEMBERSHIP DUES. Membership dues shall be payable no later than December 15, and shall be delinquent January 31. Dues collected in September, October, November and December shall be applied to the following year's membership eligibility.

Section 3. SERVICE CHARGES. Club shall pay AFRW dues, 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 (Board of Directors) AND DUTIES

Section 1. ELECTED OFFICERS (Board of Directors). The elected officers of this Club shall be a President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer and Assistant Treasurer.

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 may be filled by the First Vice President. If the First Vice President declines, then the position may go to another elected officer in order of succession. Should no other officer accept this position, the officers may hold a Special Election, and an Acting President shall be elected by a two-thirds (2/3) vote of the officers. All other vacancies in elected offices shall be filled by election by the Executive Committee at the first meeting following the creation of the vacancy. Should an elected officer be unable to serve her full-term, the vacancy shall be filled by a two-thirds (2/3) vote of the officers.

Section 4. REMOVAL FROM OFFICE OR MEMBERSHIP. Members of the Executive Committee or members of the Club may be removed in accordance with the adopted NFRW Removal Policy-Special Rules for the following reasons:

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

Section 5. ELECTION. The Officers (Board of Directors) shall be elected at the November general meeting and shall serve a term of three (3) consecutive terms of two (2) years each, not to exceed six (6) years total in the same position.

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 Club 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 Chairs of the Standing Committees for presentation and approval by the Executive Committee;
 - 5. Submit an annual budget for approval by the membership;
 - 6. Be an ex-officio member of all committees except the Financial Review (Audit) and Nominating Committees;
 - 7. Authorize checks as one of two authorized agents of the Club, namely President and Treasurer;
 - 8. Represent the Club in all Republican Party of Arkansas activities;
 - 9. Appoint the Financial Review Committee (Audit) in November, with the exception of a change of Treasurer, at which time a complete review of the financial records will be done;
 - 10. Accept resignation by written letter or e-mail of any member resigning from the Club;
 - 11. Call special meetings of the Executive Committee or upon the request of five members of the Executive Committee;
 - 12. Have a vote in all elections or motions;
 - 13. Have approval authority over all printed Club materials; and
 - 14. Prerequisite: President shall have served, at minimum, one (1) year as an elected Officer of the Club or two (2) years as a Standing Committee Chair to be eligible for nomination and election as Club President.

B. The First Vice President shall:

1. Perform the duties of the President in her absence, if she is agreeable;
2. Serve as Program Chair;
3. May fill the unexpired term in the event of a vacancy in the office of President; and
4. Perform such other duties as are assigned by the President or the Executive Committee.

C. The Second Vice President shall:

1. Perform the duties of the President in the absence of the First Vice President;
2. Serve as Membership Chair;
3. May fill the unexpired term in the event of a vacancy in the office of First Vice President; and
4. Perform such other duties as are assigned by the President or the Executive Committee.

D. The Recording Secretary shall:

1. Keep the minutes of all meetings of the Club, i.e., Board of Directors, Executive Committee, and General and Special meetings;
2. Submit draft meeting minutes to the Board of Directors, Executive Committee, and/or Primary members for approval and/or corrections;
3. Be prepared to read the minutes at all meetings of the Club, as requested;
4. Custodian of all records and papers of the Club, except those that pertain to another office or committee; and
5. Perform such other duties as may be assigned by the President or the Executive Committee.

E. The Corresponding Secretary shall:

1. Conduct the correspondence of the Club under the supervision of the President;
2. Preserve in a permanent file all letters and papers of value to the Club;
3. Perform other duties as assigned by the President, the Executive Committee or the Club; and
4. Be entitled to the membership privilege of a ballot vote.
5. Perform such other duties as may be assigned by the President or the Executive Committee.

F. The Treasurer shall:

1. Serve as custodian of all Club funds and make deposits in a bank(s) approved by the Executive Committee;
2. Sign all checks as one of two authorized agents of the Club, namely President and Treasurer;
3. Disburse funds as directed by the Executive Committee;
4. Bring written financial report(s) to regular Club and Executive Committee meetings;
5. Be a member of the Audit Committee;

6. Be an ex-officio member of the Budget Committee;
7. Be responsible for registering the Political Action Committee (PAC) and filing PAC reports quarterly to the Arkansas Secretary of State;
8. Submit dues and reports to the AFRW as required;
9. Submit the financial records to the Financial Review Committee for an annual review to be completed by the first quarter of the fiscal year;
10. Perform other duties as assigned by the President, Board of Directors, or the Executive Committee of the Club.

G. The Assistant Treasurer shall:

1. Serve in the capacity of Treasurer in the Treasurer's absence or at such times as deemed necessary;
2. Submit annual budget for approval by the Board of Directors; and
3. Serve as chair of the Budget Committee.

Section 7. RECORDS. All officers and committee chairs shall deliver all records, files, and properties of the Club to their successors upon vacating her office unless otherwise directed by the President or the Executive Committee.

Section 8. QUORUM. A majority of the elected officers shall constitute a quorum at its meetings.

ARTICLE VII — APPOINTED OFFICER

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

Section 2. DUTIES OF APPOINTED OFFICERS.

A. The Parliamentarian shall:

1. Serve as counsel and give advice on parliamentary procedure;
2. Be familiar with the Bylaws and Standing Rules of the Club; and
3. Be entitled to the membership privilege of a ballot vote if a Club Primary 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 twenty-five Percent (25%) of all primary members. At least five days (5) days' notice shall be given to all members for regular meetings.

Section 2. SPECIAL MEETINGS. Special meetings may be called by the President upon the request of five (5) members of the Executive Committee or by thirty percent (30%) of the Primary members of the Club. The purpose of the meeting shall be stated in the call, with no other business to be transacted at the meeting. At least a five (5) day notice shall be given to all members for any special meeting.

Section 3. VOTING. A vote of the Club, Executive Committee, or Board may be conducted by mail, telephone, fax, email, or other approved electronic means between meetings, provided a quorum of that body is in attendance. The vote shall be ratified and entered into the minutes at the body's next regular meeting.

Section 4. NOTICE. Notice for all meetings may be mailed or sent electronically.

Section 5. ANNUAL MEETING. The November meeting will be designated as the Annual Meeting.

ARTICLE IX — EXECUTIVE COMMITTEE

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

- A. Elected Officers;
- B. Immediate Past President;
- C. Standing Committee Chairs; and
- D. Parliamentarian.

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 President.

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 a one (1) day notice shall be given for meetings. Notice may be mailed or sent electronically.

In the event a properly called meeting has to be canceled due to circumstances beyond the control of the Officers or the Club, then it shall be acceptable to hold said meeting by an approved electronic means with notice being given to designated attendees. This section does not apply to a meeting required by these bylaws that has not already been called.

Section 4. ATTENDANCE. All members of the Executive Committee shall attend each meeting, unless excused for good and proper reason.

Section 5. QUORUM. A majority of the members of the Executive Committee shall constitute a quorum.

ARTICLE X – COMMITTEES

Section 1. STANDING COMMITTEES

- A. Standing committee chairs of this Club shall be appointed by the President and approved by the Executive Committee, which may include: Americanism, Communications, Hospitality, Membership, Programs, and Ways and Means. Officers may be appointed to chair standing committees.
- B. Standing committee chairs shall be appointed for the same term as the President and shall be voting members of the Executive Committee.
- C. Standing committee chairs shall be responsible for recruiting members to assist with the committee's objectives and responsibilities.
- D. Standing committee chairs are members of the Club's Executive Committee and are expected to attend and report activities at the monthly Executive Committee meetings.
- E. Duties of Standing Committees:
 - 1. Americanism:
 - i. Foster respect and protocol for the Flag of the United States of America
 - ii. Foster allegiance to the United States and its customs and institutions
 - iii. Provide information on historical actions of our Founding Fathers
 - iv. Teach the importance of historical U. S. documents, i.e., Constitution, Bill of Rights, etc.
 - v. Other related topics
 - 2. Communications:
 - i. Provide regular communications to the Club's membership via email
 - ii. Support and update the Club's Website
 - iii. Post relevant announcements from AFRW, NFRW, and RPA
 - iv. Post important dates and activities of the Club and community
 - v. Assist the President with other communications as needed.
 - 3. Hospitality:
 - i. Recruit members to assist with preparation of general meeting room decorations, take-down, and storage of decorations and supplies
 - ii. Coordinate refreshments for monthly general meetings
 - iii. Responsible for inventory and purchasing of paper goods for the Monthly general meetings, as needed
 - iv. Designate a primary member to greet attendees and hand out agendas at the general meetings
 - 4. Membership: (Second Vice President)
 - i. Coordinate all membership renewal and new member efforts
 - ii. Compile and maintain complete membership lists

- iii. Ensure all membership information is shared with the Treasurer and others as deemed necessary and is submitted to AFRW according to deadlines
- 5. Programs: (First Vice President)
 - i. Shall work with outside and internal contacts for recommendations of speaker(s) to address the Club at monthly General meeting(s)
 - ii. Communicate with potential speakers for confirmation of their willingness to speak and solidify schedules
 - iii. Present list of speaker schedules to the Executive Committee for concurrence
 - iv. Responsible for final arrangements for hosting speakers
- 6. Ways and Means:
 - i. Shall prepare and implement a plan for raising funds in order to meet the Club's operating budget;
 - ii. Recruit members to assist and staff events
 - iii. Inform Hospitality if a need arises for special table arrangements at general meetings
 - iv. Notify the Treasurer of all committee meetings should the Treasurer desire to attend
 - v. Provide receipts and monies to Treasurer from event activities

Section 2. SPECIAL COMMITTEES

- A. The President may appoint chairs of special committees when necessary, subject to the approval of the Executive Committee. Special Committee Chairs do not have a vote on the Executive Committee.
 - 1. Special Committees may include:
 - i. Audit/Financial Review
 - ii. Bylaws
 - iii. Caring for America
 - iv. Community Outreach
 - v. Membership Handbook
 - vi. Nominating
 - vii. Other Special Committees as needed

Section 3. COMMITTEE MEMBERS. All committee members must be members in good standing with the Club.

Section 4. EX-OFFICIO MEMBERS. The President shall be an ex-officio member of all committees except the Nominating and Audit/Financial Review committees.

ARTICLE XI – NOMINATIONS AND ELECTIONS

Section 1. NOMINATIONS.

A. Nominating Committee shall:

1. Be comprised of five (5) Primary Members in good standing of the Club.
 - a. Two (2) Executive Committee members shall be elected at the May Executive Committee meeting, or as soon thereafter as prudent.
 - b. Three (3) Primary members shall be elected at the May Regular meeting, or as soon thereafter as prudent.
2. Be voted on as a slate of (5) to serve on the Nominating Committee at the regular May meeting, or as soon thereafter as prudent;
3. Be instructed by the Parliamentarian as to proper procedure; she shall be available for further counsel, if needed;
4. Elect its chair; and
5. Report a slate of candidates, one for each open office, at the regular meeting in October, or as soon thereafter as prudent.

B. Eligible Nominees for Officers (Board of Directors):

1. Shall be current Primary Members who have completed one (1) year of service, at minimum, and are in good standing with the Club;
2. Prerequisite: Nominees for Office of the President shall be current Primary Members who have served, at minimum, one (1) year on the Board or two (2) years as a Standing Committee Chair, and are in good standing with the Club.

Section 2. FLOOR NOMINATIONS FOR OFFICERS.

- A. Primary Members shall be eligible to make nominations from the floor following the Nominating Committee's report of its proposed slate;
- B. Floor nominations for Officers shall be made following the Nomination Committee's report of its proposed slate of Officers at the regular October meeting, or as soon thereafter as prudent.

Section 3. ELECTION OF OFFICERS (Board of Directors).

- A. Shall be by ballot at the regular meeting in November, or as soon thereafter as prudent;
- B. When there is but one nominee for any office, the election for that office may be by voice vote;
- C. No Officer may simultaneously run for more than one (1) office; and
- D. An Officer may serve for a second and or a third consecutive two (2) year term in her current office.

ARTICLE XII — STATE FEDERATION CONVENTION DELEGATES

Section 1. ANNUAL MEETING. At the AFRW biennial convention, the Club shall elect representation to the convention in the method set forth in the AFRW bylaws.

Section 2. Election of delegates and alternates may take place at a general meeting before convention to conform to the AFRW certification requirement.

ARTICLE XIII — PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, shall govern the Club in all proceedings, except where inconsistent with the provisions of the Club's bylaws, or in violation of NFRW and AFRW bylaws, and any special rules of order.

ARTICLE XIV — AMENDMENTS

These bylaws may be amended by a two-thirds (2/3) vote of the Officers (Board of Directors) at a regular board meeting or at a special meeting called for that purpose.

ARTICLE XV — DISSOLUTION

This Club may be dissolved by a two-thirds (2/3) 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 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 AFRW. 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 AFRW.

These amended Bylaws approved and adopted by the Officers (Board of Directors) On April 24, 2024. Hot Springs Village Republican Women's Bylaws were ratified in 1984, and amended as follows:

- February 13, 2014
- November 13, 2014
- October 8, 2015
- February 2, 2016
- January 14, 2020
- February 11, 2021

- January 20, 2022
- October 10, 2023
- April 24, 2024
- February 13, 2025

HOT SPRINGS VILLAGE REPUBLICAN WOMEN (Club)

STANDING RULES

- I. Amendments:** Standing Rules, or any section thereof, may be amended or suspended by a two-thirds (2/3) vote of the Officers (Board of Directors) at any of its meetings.
- II. Annual Membership Dues:**
 - a. Primary Members -- \$35.00
 - b. Associate Members -- \$25.00
- III. Club Meetings and Events:**
 - a. Monthly meeting of the Club may be held on the third Thursday of each month, or otherwise authorized by the Board of Director;
 - b. Meetings shall be held at the Coronado Center Auditorium, Hot Springs Village, AR, unless otherwise noted;
 - c. Meetings shall commence at 10:00 A.M, or as soon as thereafter prudent;
 - d. Before entering the meeting room, attendees shall register at the membership or guest tables using the approved Club form;
 - e. All attendees shall wear a Club authorized name badge;
 - f. Attendees shall maintain professional decorum at all times when attending Club meetings and/or events;
 - g. Attendees shall turn-off cell phones and other electronic devices during meetings;
 - h. Recordings, visual and/or audio, are strictly prohibited;
 - i. Any attendee whose conduct is deemed to injure the good name of the Club, disturb its well-being, or hamper in its work shall be subject to disciplinary actions up to and including removal from the meeting and or membership;
 - j. Guests are invited to attend up to three (3) regular meetings before applying for membership in the Club;
 - k. All members are requested to contribute \$4.00, at each general meeting to help defray the cost of the facility;
 - l. Doors shall be closed once the meeting has been called to order; and
 - m. Bylaws of the Club and Robert's Rules of Order, Newly Revised, shall govern the meetings.
- IV. Reimbursements:**
 - a. The Club President and members of the Executive Committee may be reimbursed for registration fees, mileage, and/or lodging, as necessary, when attending

designated events on behalf of the Club.

V. Special Rules of Order:

- a. Only Primary members may speak in a debate, after being recognized by the Chair. They may speak for no longer than two (2) minutes, without a 2/3 vote of the attendees. No member may speak more than twice on the same issue.
- b. A Primary member wishing the privilege of the floor shall stand, state her name and her question after being recognized by the Chair.

Standing Rules Established 1984; Amended:

- April 2024
- February 2025