



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. A 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.

A. A woman who agrees to adhere to the Bylaws and Standing Rules of the Club. B. A woman in good standing shall be a member who has paid the required dues for the current calendar year. The dues amount for Primary Members shall be stated in the Club's Standing Rules and amended as required.

C. A woman shall be identified as being a biological female at birth.

D. Primary Members of this Club shall also be members of AFRW and NFRW.

E. All membership applications are subject to review by the Club's Membership Credentialing Committee. Membership applications may be denied.

F. All memberships expire on December 31 of each year.

Section 2. ASSOCIATE MEMBERSHIP

A. A woman who is a 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 shall not hold office, vote or be counted in determining the number of delegates to NFRW or AFRW meetings or conventions.

E. Men (identified as a biological 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 – BOARD OF DIRECTORS AND DUTIES

Section 1. BOARD OF DIRECTORS. The Board of Directors of this Club shall be 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, with exception of the office of the president. The president shall be a current Primary Member and who has served, at minimum, one (1) year as an elected officer or one year (1) as a Standing Committee Chair.

Section 3. ATTENDANCE. Board of Directors shall attend all meetings of the Board and the Executive Committee meeting, unless excused for good and proper reason.

Section 4. REMOVAL FROM OFFICE. Members of the Board of Directors 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;
- D. Failure to uphold and carry out the duties of her office; or
- E. Failure to uphold the objectives and policies of this Club as stated in these Bylaws and Standing Rules.

Section 5. 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 Board of Directors may hold a Special Election, and an Acting President shall be elected by a two-thirds (2/3) vote of the Board of Directors. Should an elected Board member be unable to serve her full term, the vacancy shall be filled by a two-thirds (2/3) vote of the Board of Directors.

Section 6. ELECTION. The Board of Directors shall be elected at the November General meeting, or as soon thereafter as prudent.

Section 7: TERM OF SERVICE. A member of the Board shall serve a term of two (2) Years. Board members may serve a term of three (3) consecutive terms of two-years (2) each, not to exceed six- years (6) total in the same position.

Section 8. DUTIES OF THE BOARD OF DIRECTORS.

A. President shall:

1. Call and preside over all meetings of the Club, Executive Committee and the Board of Directors.
2. Prepare meeting agenda;
3. Represent the Club at all times or designate someone as representative/proxy in her absence.
4. Make committee appointments as necessary to conduct the business of the Club, subject to the approval of the Executive Committee, except the Nominating Committee.
5. Prepare a program of action in consultation with the Chairs of the Standing Committees for presentation and approval by the Executive Committee.
6. Submit an annual budget for approval by the membership;
7. Be an ex-officio member of all committees except the Financial Review (Audit) and Nominating Committees;
8. Authorize checks as one of three authorized agents of the Club, namely President, Treasurer and Assistant Treasurer;
9. May represent the Club in all Republican Party of Arkansas activities;
10. 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;
11. Accept resignation by written letter or e-mail of any member resigning from the Club;
12. Call special meetings of the Executive Committee or upon the request of five members of the Executive Committee;
13. Have a vote in all elections or motions;
14. Have approval authority over all printed Club materials; and

15. Prerequisite: President shall have served, at minimum, one year (1) as an elected Officer of the Club or one year (1) as a Standing Committee Chair to be eligible for nomination and election as Club President.
- B. 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. Second Vice President shall:
1. Perform the duties of the President in the absence of the First Vice President, if she is agreeable;
 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. Recording Secretary shall:
1. Keep the minutes of all meetings of the Club, i.e., Board of Directors, Executive Committee, and General and Special Called 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.
 6. Exclusively may record, on an audio device, club meetings and Executive Committee meetings as needed to ensure accurate records of the meeting.
- E. Corresponding Secretary shall:
1. Perform duties of the Recording Secretary in her absence;
 2. Write and send "thank you" cards as requested by the President and/or Second Vice President.
 3. Write and send cards of cheer and sympathy to Club members and their families; and
 4. 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 three (3) authorized agents of the Club, namely President, Treasurer and Assistant Treasurer;
 3. Disburse funds as directed by the Board or Executive Committee;

4. Bring written financial report(s) to Regular Club, Executive Committee and Board meetings;
 5. Be a member of the Audit Committee;
 6. Be an ex-officio member of the Budget Committee;
 7. Be responsible for registering with 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 Audit (Financial Review Committee) for an annual review to be completed by the first quarter of the fiscal year, or as soon thereafter as possible;
 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 to the Executive Committee;
 3. Serve as chair of the Budget Committee; and
 5. Shall have authority to sign checks as one of three (3) authorized agents of the Club, namely President, Treasurer and Assistant Treasurer.
 4. Perform such other duties as may be assigned by the President or the Executive Committee.

Section 9. RECORDS. All Board of Directors 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 10. QUORUM. A majority of the Board of Directors shall constitute a quorum at its meetings.

ARTICLE VII – PARLIAMENTARIAN

Section 1. APPOINTED MEMBER OF BOARD OF DIRECTOR. The President shall appoint, with the approval of the Executive Committee, a Parliamentarian.

Section 2. DUTIES.

- 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, *Robert's Rules of Order, Newly Revised*; and
 3. Be entitled to the membership privilege of a ballot vote if a Club Primary Member.

ARTICLE VIII – MEETINGS

Section 1. REGULAR CLUB 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 Regular Club meetings shall be twenty-five percent (25%) of all Primary Members. At least a five-day (5) notice shall be given to all members for Regular Club 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-day (5) notice shall be given for any Special meeting.

Section 3. VOTING. A vote of the Club, Executive Committee, or Board of Directors 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. CANCELLATION. In the event a properly called meeting has to be canceled due to circumstances beyond the control of 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 6. ANNUAL MEETING. The November meeting will be designated as the Club's Annual Meeting.

ARTICLE IX – EXECUTIVE COMMITTEE

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

- A. Board of Directors
- B. Immediate Past President
- C. Standing Committee Chairs
- 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-day (1) 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 President, Board of Directors, Executive Committee of Primary members 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, Ways and Means, Greeters, Community Outreach and Caring for America.
- B. Board of Director members may be appointed to chair standing committees.
- C. Standing committee chairs shall be appointed for the same term as the President and shall be voting members of the Executive Committee.
- D. Standing committee chairs shall be responsible for recruiting members to assist with the committee's objectives and responsibilities.
- E. Standing committee chairs are members of the Club's Executive Committee, shall attend and report activities at the monthly Executive Committee meetings.
- F. 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
 - 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 paper goods for the General meetings, as needed
 - iv. Designate a Primary Member to greet attendees and hand out agendas at the general meeting
4. 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 schedule to the Executive Committee for concurrence
5. 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
 - 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 with 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
7. Greeters:
 - i. Shall secure 3-6 greeters per general meeting;
 - ii. Greeters should be at the door, man the visitors sign-in table, escort visitors to seats and meet other needs as they arise for making visitors and members feel welcome.
8. Community Outreach:
 - i. Shall work to make HSV Republican Women a club that is known in the community through charity, education and volunteerism.

- ii. Duties may include outreach to the youthj of the community, voter registration with an emphasis on young voters, securing participation for HSVRW at community events such as Meet and Greet, fairs, etc.

9. Caring for America:

- i. Shall develop outreach to veterans, both male and female,
- ii. Shall develop ways for HSVRW to make a difference in our community through support of other non-profits such as food banks, foster care, youth programs, etc.

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. 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.

Section 5. RECORDS. All Committee Members shall deliver all records, files, and properties of the Club to their successors upon vacating her role unless otherwise directed by the President or the Executive Committee.

ARTICLE XI – NOMINATIONS AND ELECTIONS

Section 1. NOMINATIONS.

A. Nominating Committee:

- 1. 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. Voted on as a slate of five (5) to serve on the Nominating Committee at the regular May meeting, or as soon thereafter as prudent;
3. Shall 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 Board of Directors

1. Shall be current a Primary Member who has completed one-year (1) of service, at minimum, and is in good standing with the Club;
2. Board President Prerequisite: Nominee for Office of the President shall be a current Primary Members who has served, at minimum, one-year (1) as a member of the Board of Directors or one years (1) as a Standing Committee Chair and is in good standing with the Club.

Section 2. FLOOR NOMINATIONS FOR BOARD OF DIRECTORS.

- A. Nominators. Primary Members who have attended a minimum of three (3) Regular Meetings of the Club within the current year shall be eligible to make nominations from the floor following the Nominating Committee's report of its proposed slate;
- B. Floor nominations shall be made at the same Regular meeting as the slate for Board of Directors presented by the Nominating Committee, but prior to voting for the election of Board of Directors.
- C. Self-nominations are not allowed.

Section 3. ELECTION OF 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 current member of the Board of Directors may simultaneously run for more than one (1) office; and
- D. A Board member may serve for a second and/or a third consecutive two-year (2) term in her current office, not to exceed a total of six-years (6).

ARTICLE XII – STATE FEDERATION CONVENTION DELEGATES

Section 1. BIENNIAL AFRW MEETING. The Club shall elect representatives to the AFRW 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, Standing Rules 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 Board of Directors at a regularly scheduled 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-days (30) 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 of the Club. The right to use the name of a dissolved Club shall revert to the AFRW.

These amended Bylaws are approved and adopted by the Board of Directors of this Club on January 8, 2026. 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
- July 11, 2024
- January 8, 2026

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 Board of Directors at any of its meetings.

II. Annual Membership Dues:

- a. Primary Members -- \$40.00
- b. Associate Members -- \$30.00

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 Directors;
- 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 as 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 at all meeting proceedings with the exception of the Recording Secretary, who may use a digital recording device for the purpose of accurate minutes of the meeting;
- 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 in a calendar a year 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-minutes (2), without a two-thirds (2/3) vote of the Primary 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:

- July 2024
- January 8, 2026

