BYLAWS OF THE

Lorain Ladies Republican Club

ARTICLE I — NAME

The name of this club shall be Lorain Ladies Republican Club hereinafter referred to as "Club". This Club is affiliated with the Ohio Federated Republican Women 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;
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 its President and Campaign Activities Chair 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, the state federation, 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 State Federation 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 Ohio Federated Republican Women, 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 Ohio Federated Republican Women 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 State Federation 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 Ohio Federated Republican Women 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, and 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 shall be filled by the First 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 officers shall be elected at the December meeting and shall serve a term of one year or until their successors are elected.

Section 6. DUTES 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. 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. Co-sign checks as one of two authorized signatures, 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; or upon the request of three members of the Executive Committee.
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; and
    5. Maintain all Club records and historical items.

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. Co-sign checks as one of two authorized signatures, 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. Submit dues, annual service fees, and reports to Ohio Federated Republican Women as required;
    6. Submit the financial records to the Financial Review committee for an annual review to be completed by the first 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.

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 shall appoint, with the approval of the Executive Committee, a Corresponding Secretary and Parliamentarian.

Section 2. DUTIES OF APPOINTED OFFICERS.

A. 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; and
    3. Perform other duties as assigned by the President, the Executive Committee or the Club.
B. 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 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 50% of primary members. At least fourteen (14) 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 members of the Executive Committee or by 20% 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. At least a five-day notice shall be given to all members for any special meeting.

Section 3. ANNUAL MEETING. The November meeting will be designated as the Annual Meeting.

Section 4. VOTING. A vote of the Club or Executive Committee may be conducted by mail, telephone, fax, 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 be mailed or sent electronically.

ARTICLE IX — EXECUTIVE COMMITTEE

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

A. The elected officers;
B. The Immediate Past President;
C. The Corresponding Secretary;
D. The Standing Committee Chairs;
E. The Parliamentarian; and
F. The Special Committee Chairmen, 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 a fourteen (14) 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 Federated Lorain Republican Ladies, then it shall be acceptable to hold said meeting by an approved electronic means with seven days' notice being given to all the

members of the executive committee. This section does not apply to a meeting required by these bylaws that has not already been called.

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

ARTICLE X — COMMITTEES

Section 1. STANDING COMMITEES

A. The standing committee chairmen of this club shall be appointed by the President, and approved by the Executive Committee, to include: Legislative, Bylaws, Campaign Activities, Fundraising, and Membership.
B. Officers may be appointed to chair standing committees, and no other standing committee chairmen may be named without an amendment of theses bylaws.
C. Standing committee chairmen shall be appointed for the same term as the President and shall be voting members of the Executive Committee.
D. Duties of Standing Committees
    1. Legislative
        i. Shall implement legislative concerns important to the Club; and
        ii. Shall inform the Club and Executive Committee of any legislation affecting the interests of NFRW and Ohio Federated Republican Women.
    2. Bylaws
        i. Conduct a biennial review of the Club bylaws;
        ii. Request and receive proposed amendments to the bylaws, submit them to the Executive Committee for action, or initiate changes requested by the Club;
        iii. General membership shall have final vote of amendments; and
        iv. Furnish Ohio Federated Republican Women Bylaws Committee with a complete set of Club bylaws for review and approval. Any subsequent revision of bylaws shall be sent to the Ohio Federated Republican Woman Bylaws Committee for approval.
    3. Campaign Activities
        i. Shall coordinate all activities of the Club's campaign program and be responsible for the collection and reporting of campaign hours.
    4. Fundraising
        i. Shall prepare and implement a plan for raising funds in order to meet the Club's budget; and
        ii. Shall notify the treasurer of all fundraising committee meetings and may attend.

5. Membership
    i. Shall coordinate all membership renewal and new member efforts
    ii. Shall compile and maintain complete membership lists
    iii. Shall ensure that all membership information is shared with the Treasurer and others as deemed necessary and is submitted to the state and national federations according to deadlines

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.
    1. Special Committees should 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 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 at the first 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 5 primary members, and one 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 one candidate for each office at the general meeting in October of each year, at least 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.

A. Elections shall be by ballot at the regular meeting in December. However, if there is but one nominee for any office, the election for that office may be by voice vote;
B. No officer may simultaneously run for more than one office; and
C. Officers may run for a second consecutive term.

ARTICLE XII — STATE FEDERATION CONVENTION DELEGATES

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

Section 2. Election of delegates and alternates shall take place at a general meeting before convention to conform to Ohio Federated 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 Ohio Federated 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 thirty 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 Ohio Federated 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 Ohio Federated Republican Women.

These bylaws approved and adopted by Lorain Ladies Republican Club on this date:_02/22/2023.