

NHFRW BYLAWS

ARTICLE I

Name

Section 1: The name of this organization shall be the New Hampshire Federation of Republican Women (NHFRW).

ARTICLE II

Objectives

- To promote an informed public through education and political and social activity.
- To increase the effectiveness of women in the cause of good government.
- To facilitate cooperation among the National (NFRW) and State Federations of Republican Women and the local clubs.
- To foster loyalty to the Republican Party and to promote its principles and candidates in all elections, including non-partisan elections.
- To support the objectives and policies of the Republican National Committee and the New Hampshire Republican State Committee.
- To promote the principles of freedom, equality and justice on which the government of this country is founded.

ARTICLE III

Membership

Section 1: Eligibility

- A. A local club in good standing is one whose current dues and service charge are paid in accordance with NFRW deadlines.
- B. An individual member in good standing is one whose current dues are paid in a local club.

- C. Neither a local club nor an individual member that publicly endorses a split ticket or an opposition ticket shall be admitted or continued in membership.

Section 2: Membership in NHFRW shall be extended to all local clubs.

Section 3: Qualifications:

- A. Local clubs shall consist of ten or more women who form a permanent organization, adopt bylaws in compliance with NHFRW and NFRW bylaws, pay dues and service charges and hold at least four meetings within a twelve-month period if unusual circumstances prohibit more frequent meetings.
- B. A local club may be admitted to and continue in membership if the club bylaws are not in conflict with NFRW and NHFRW bylaws and objectives.
- C. Only local club members in good standing are eligible to be delegates or alternates to a state or NFRW meeting or convention and shall be counted from only one local club for the purpose of representation.

Section 4: Application for New Local Clubs:

- A. Applications for new clubs shall be sent to the NHFRW President and shall be accompanied by:
 - The name of the club, which shall contain the word Republican in the title and may use the word “federated” but shall not use the word “federation”.
 - The list of names, addresses, including zip codes, telephone numbers and e-mail addresses, if available, of officers and members.
- B. Clubs shall be accepted to membership only after their bylaws have been filed with NHFRW and approved by the state executive board, and their dues and service charge have been paid.
- C. A local club shall be in good standing for at least 6 months prior to the NFRW Biennial Convention to be eligible for representation. The six-month period begins on the date the NHFRW 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 NHFRW State President shall be accompanied by the name of the local club and the name and contact information of the local unit president.

Section 5: Suspension, removal and reinstatement:

- A. A local club may be suspended from membership by action of the Advisory Board for any of the following reasons:

- Bylaws which are in conflict with NHFRW or NFRW bylaws or failure to support the NHFRW bylaws.
 - Non-payment of dues and current service charge after proper notification.
 - Failure to support the party ticket, advocating a split ticket, or supporting a candidate on an opposition ticket.
 - Failure to maintain a minimum of 10 members and to hold at least 4 meetings within a 12 month period.
- B. A local club suspended or removed from membership for a cause or a club which has a grievance may petition a Committee of Appeals to consider the problem and make a recommendation to the Executive Board for action. A majority vote of the Executive Board present and voting is required for reinstatement.
- C. The Committee of Appeals shall consist of the first vice president, the presidents of two local clubs appointed by the nominating committee, the immediate past president and the three directors.
- D. Upon dissolution of a local club, its funds shall be remitted to the NHFRW treasury if reorganization does not occur within 2 years.

ARTICLE IV

Officers and their duties.

Section 1: Eligibility

Each elected or appointed officer, and members of standing and special committees shall be active members in good standing in a local club.

Section 2: Officers

- A. Elected officers shall be a president, 4 vice presidents, treasurer, assistant treasurer, recording secretary, assistant recording secretary, communications director and 3 directors who shall be past state presidents. Any vacancy shall be filled by the executive committee. All officers and committee chairmen shall deliver all records, files and properties of NHFRW to their successors.
- B. Any NHFRW officer as defined in Article IV Section 2A may be removed by vote of two-thirds of the members of the Executive Committee for just cause. No vote to remove any officer shall be valid unless each Executive Committee member is notified of the proposed action by mail or electronic means at least five days before the vote is taken.

Section 3: Term

- A. The officers shall be elected by ballot at each Annual Meeting in the odd years for a term of two years and no officer shall serve more than one consecutive term in the same office except for the treasurer and recording secretary.
- B. The term of office shall be from January 1st following election through December 31st two years hence, regardless of when installation takes place. They shall serve until their successors take office.
- C. Directors shall serve no more than 6 years or 3 terms. The term of a Director can be extended beyond 6 years if there is no past president to fill the position.

Section 4: Duties of NHFRW President:

- A. The President shall be the presiding officer at all meetings of the NHFRW Executive Board and Advisory Board.
- B. She shall have general oversight of the work of NHFRW.
- C. She shall appoint all committees subject to the approval of the majority of the members of the Executive Board. She shall also be an ex officio member of all committees with the exception of the Nominating Committee.
- D. She shall be empowered when necessary to receive and disburse funds, and shall submit an itemized and verified report to the Treasurer.
- E. She shall prepare an annual budget and present it to the Executive Board for approval.
- F. She shall be the liaison officer between NHFRW and the New Hampshire Republican State Committee.
- G. She shall appoint a Parliamentarian.

Section 5: Duties of the NHFRW Vice Presidents:

The Vice Presidents in their order shall perform the duties of the President in her absence, or inability to perform her duties, and they shall perform such other duties as may be assigned to them by the President.

Section 6: Duties of the Recording Secretary:

- A. The recording secretary shall keep the minutes of all meetings of NHFRW, the Executive Board and the Advisory Board.
- B. In the absence of the recording secretary, her work will be performed by the assistant recording secretary.
- C. Perform such other duties as may be assigned by the NHFRW President.

Section 7: Duties of the Treasurer:

- A. The treasurer shall receive all funds and shall deposit them as designated by the Executive Board. She shall pay all bills when duly approved. Each bill must be certified by the person who contracted it and be approved by the president. She shall keep an account of all monies received by her, present a financial statement at each meeting and a written audited annual report at the close of the fiscal year.

- B. No contract or obligation shall be entered into in the name of NHFRW except by written order of the president or treasurer. The treasurer shall be an ex officio member of the committees on Finance and Credentials.
- C. In the absence of the treasurer, her duties will be assumed by the assistant treasurer.
- D. Perform such other duties as may be assigned by the NHFRW President.

Section 8: Duties of the Communications Director:

The Communications Director shall perform all NHFRW correspondence to include but not limited to press releases, website management and digital engagement, at the direction of the NHFRW President.

ARTICLE V

Nominations and Elections:

Section 1: Nominating Committee

- A. A nominating committee of not less than 5 members, 3 of whom shall not be members of the Executive Board, shall be elected by majority vote of the Advisory Board at the Annual Meeting in the even years to serve a term of two years. Nominees must be present to accept nominations to the nominating committee or must have given the NHFRW President written consent to serve if elected before the start of the annual meeting.
- B. Nominees to NHFRW elective offices submitted by the NHFRW Nominating Committee shall be members in good standing of NHFRW and shall be in accord with the purposes, bylaws and policies of NHFRW and the Republican Party.
- C. The Nominating Committee shall submit the name of one nominee for each NHFRW office in a report which shall be sent out to all members of NHFRW with the call of the Annual Meeting in the odd years.

Section 2: Election of NHFRW Officers shall be by ballot and a majority of all votes cast shall constitute an election. Nominations may be made from the floor following the report of the nominating committee. Such nominees shall be members in good standing of NHFRW and shall be in accord with the purposes, bylaws and policies of NHFRW and the Republican Party. Where there is only one candidate for an office, election may be by voice.

Section 3: The president shall appoint a committee on Credentials who shall give a list of the names of those entitled to vote to the Chairman of Elections before the polls open.

Section 4: The president shall appoint a committee on Elections who shall furnish a list of nominees (ballot), allow only those accredited to vote, and count the ballots and report the results to the president.

Section 5: A vacancy in an elective office, or on the Nominating Committee, shall be filled by the executive committee by the next NHFRW Advisory Board meeting.

Section 6: An officer or director who misses three consecutive meetings without due cause, shall vacate that office upon recommendation of the president and vote of the Advisory Board after proper notification.

ARTICLE VI

Executive Board

Section 1: The Executive Board shall consist of the elected officers, the immediate past president of NHFRW, and three directors.

Section 2: Duties:

- A. To meet on the call of the President or upon written request of 5 members of the Executive Board.
- B. To approve the President's recommendations of chairmen for standing and special committees.
- C. To recommend the annual budget.
- D. To execute all affairs of NHFRW in the interim between meetings.
- E. To approve the bank or banks where funds of NHFRW are to be deposited.
- F. To confer with the president regarding NHFRW policies.

ARTICLE VII

Advisory Board

Section 1: The Advisory Board shall consist of the elected officers, the immediate past president, the directors of NHFRW, the presidents of the local clubs, and the chairmen of standing and special committees.

Section 2: Duties

- A. To meet on the call of the president.
- B. To approve the annual budget recommended by the Executive Board.
- C. To confer with the president regarding NHFRW policies.
- D. To elect a Nominating Committee in the even years.

ARTICLE VIII

Standing and Special Committees

Section 1: The president shall appoint with the consent of the Executive Board, the chairmen of the following standing committees who shall be members of the Advisory Board, as follows, but not limited to: Bylaws, Campaign Activities, Finance, Membership, Program, Public Relations, and other special committees when needed.

Section 2: The committee membership of the standing committees shall be made up of those NHFRW members chosen by the NHFRW President and the committee chairman.

Section 3: The standing committees shall prepare programs of action in their respective fields for consideration by the president and the executive board.

Section 4: The president shall be an ex-officio member of all standing and special committees.

ARTICLE IX

Meetings

Section 1: The meeting in the Fall shall be the Annual Meeting and shall be for the purpose of electing officers, receiving reports of officers and committees and for any other business necessary. A quorum at the Annual Meeting shall consist of the majority of the eligible voters attending the meeting. The voting body of the Annual Meeting shall be:

- From each local club in good standing, there shall be a duly accredited delegate for each 25 members or major fraction thereof.
- The NHFRW officers.
- The immediate past president of NHFRW.
- The Presidents and Vice Presidents of each local unit.
- The directors.
- The chairman of NHFRW standing and special committees. In the absence of a delegate, an authorized alternate may vote in her stead.

Section 2: There shall be at least three meetings of the Advisory Board each year in addition to the Annual Meeting. Any Republican woman is invited to attend Advisory Board meetings but only members of the Board are eligible to vote. A quorum at any Advisory Board meeting shall be one half the total membership of the Board.

Section 3: Executive Board meetings shall be held between meetings of the Advisory Board and are at the call of the president or upon written request of 5 members of the Executive Board. A quorum of any Executive Board meeting shall be one more than half the total membership of the Board.

Section 4: A statewide Republican function shall be sponsored by NHFRW each year.

Section 5: NHFRW shall have representation at the NFRW Biennial Convention, according to the NFRW bylaws.

Section 6: Members of the Executive Board and/or Advisory Board may participate in meetings of the Executive Board and/or Advisory Board by means of telephone conference, virtual meetings, online or similar communication equipment. Participation in a meeting pursuant to this section shall constitute presence, in person, at such meeting. Voting of the Executive Board

and/or Advisory Board, in addition to in person, is also permitted via telephone conference, virtual meetings, online or similar communication equipment.

Section 7: In the event a properly called board meeting has to be canceled due to circumstances beyond the control of the New Hampshire Federation of Republican Women, then it shall be acceptable to hold said board meeting by an approved electronic means with seven days' notice being given to all the members of the board of directors. This section does not apply to a meeting required by these bylaws that has not already been called.

ARTICLE

X

Dues and Service Charge

Section 1: Each local club belonging to NHFRW shall pay yearly dues as determined by the Advisory Board, based on membership reported as required by NFRW.

Section 2: To be in good standing, a local club shall pay a service charge as established by NFRW for which it will receive all mailings and other services of NFRW.

Section 3: The fiscal year of NHFRW shall be from January 1st through December 31st and the treasurer shall close the books prior to this ending to make possible an audited financial report for the next meeting.

Section 4: Dues of all local clubs shall be forwarded by the treasurer of the club to the NHFRW Treasurer.

Section 5: Dues are payable upon application for membership and thereafter dues are payable annually as received.

Section 6: NHFRW shall pay per capita dues to NFRW as received. Dues and service charges must be paid in accordance with NFRW deadlines.

ARTICLE

XI

Parliamentary Authority

Robert's Rules of Order, Newly Revised, or the latest edition thereof shall govern NHFRW in all instances where they are applicable and in which they are not inconsistent with these bylaws and any special rules the NHFRW Advisory Board may adopt.

ARTICLE XII Amendments

These bylaws may be amended by a two-thirds vote of the members present and voting at an Annual Meeting, provided that the proposed amendment or amendments shall have been sent to each member of the Advisory Board with the call to the meeting and further provided that the amendments shall go into effect immediately upon adoption.

NHFRW Bylaws Proposal 10/24/2004 Bylaws Committee Gerrie Porter and Jane Lane

12/1/2004 Proposal revised based on work at 10/24/2004 Executive Committee meeting and other comments received from members.

11/19/2005 Bylaws revised at 2005 Annual Meeting

10/7/06 Bylaws amended at 2006 Annual Meeting on 10/7/06

10/20/07 Bylaws amended at 2007 Annual Meeting on 10/20/07

10/9/14 Bylaws amended at 2014 Annual Meeting on 10/9/14

10/14/17 Bylaws amended at 2017 Annual Meeting on 10/14/17

11/24/20 Bylaws amended at 2020 Annual Meeting on 11/24/2020

10/23/21 Bylaws amended at 2021 Annual Meeting on 10/23/21