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ARTICLE I. NAME

The name of this organization shall be the Morris County Women's Republican Club, Inc. (hereinafter referred to as the "MCWRC").

ARTICLE II. OBJECTIVES

The objectives shall be:

- To enlist the interest and support of all women of Morris County.
- To promote an informed public through political education and activity.
- To increase the effectiveness of women in the cause of good government.
- To foster loyalty to the Republican Party and to promote its principles.
- To elect Republican women to public office and to provide support to Republican women office holders.
- To advocate, promote and maintain the principles of Republican government and to work for the election of Republican Party nominees.

ARTICLE III. MEMBERSHIP

Section 1. Regular Membership

- Any Republican woman, who has attained voting age and will subscribe to the objectives of the MCWRC, may join by payment of dues.
- Active member in good standing is one whose current dues are paid.
- All members in good standing are automatically members of the New Jersey State Federation of Republican Women, Inc. (NJFRW), and National Federation of Republican Women, Inc. (NFRW).
- The membership year is January 1st through December 31st.

Section 2. Associate Membership

- Republican men may be eligible for associate membership only, upon payment of required annual dues.
- Republican women who are regular members of another state or county federated club and who wish to support MCWRC may be eligible for associate membership upon payment of required annual dues.
- Associate members may attend meetings, but cannot make motions, vote, hold office, or be members of NJFRW or NFRW through MCWRC.

ARTICLE IV. FISCAL POLICIES

Section 1. Dues

- Funds shall be raised by annual dues and through choice of other means recommended by the Board of Directors.
- The membership year is January 1st through December 31st.
- Dues, as voted upon and approved by the Board of Directors, will cover the cost of membership in the MCWRC and affiliated membership in the New Jersey Federation of Republican Women, Inc. (NJFRW) and the National Federation of Republican Women, Inc. (NFRW).
- Annual dues to the NJFRW and NFRW will be paid for each regular member in an amount as determined by the State and National Federation of Republican Women Bylaws.
- The MCWRC may designate a regular member as a “Life Member”, who shall pay no dues.

Section 2. Audit of financial Records

- The fiscal year shall be January 1st through December 31st.
- Books shall be audited before April 1st of each year by an Audit Committee consisting of three active members at large in good standing appointed by the President.

ARTICLE V. OFFICERS AND THEIR DUTIES

Section 1. Officers

The officers of the MCWRC shall be:

- President
- 1st Vice President
- 2nd Vice President
- Recording Secretary
- Assistant Recording Secretary
- Corresponding Secretary
- Assistant Corresponding Secretary
- Treasurer
- Assistant Treasurer

Section 2. Terms of Officers

- The term of office for elected officers shall be two year.
- No officer may serve more than two consecutive terms, in the same position.
- An officer filling an unexpired term shall not be barred from serving two complete terms in the same office.

Section 3. Election of Officers

The Officers shall be elected at the annual meeting.

The officers shall be elected in two (2) groups in alternate years:

Group A (Odd Years)

President
1st Vice President
2nd Vice President
Group B (Even Years)
Treasurer
Recording Secretary
Corresponding Secretary
Assistant Treasurer
Assistant Recording Secretary
Assistant Corresponding Secretary

Section 4. Duties of President

The President shall:

- Preside at all meetings of the MCWRC, the Executive Committee and Board of Directors.
- Issue a call to all Board Meetings.
- Prepare a program of action after consultation with the Chairs of Standing Committees for presentation to the Executive Committee and approval by the Board of Directors.
- Appoint the Chairs of all Standing and Special Committees, the NJFRW Representative, the Parliamentarian, and members to Advisory Board with approval of the Executive Committee.
- Represent the MCWRC at all times or designate someone as representative in her absence.
- Prepare annual report for presentation to general membership.

Section 5. Duties of Vice Presidents

The 1st and 2nd Vice Presidents in their order shall:

- Perform the duties of the President in her absence.
- Perform such other duties as may be assigned to them by the President.
- Must be member of at least on Standing Committee and one Special Committee.

Section 6. Duties of Recording and Assistant Recording Secretary

The Recording Secretary shall:

- Keep the minutes of all meetings of the MCWRC, the Executive Committee and the Board of Directors.
- Be the custodian of the records.
- Perform such other duties as may be assigned to her by the President.

The Assistant Recording Secretary shall:

- Assist the Recording Secretary and President as directed.
- Perform the functions of Recording Secretary in her absence.

Section 7. Duties of Corresponding and Assistant Corresponding Secretary

The Corresponding Secretary shall:

- Give notice of the time and place of the meetings
- Conduct the regular and special correspondence of the MCWRC which is not conducted by the President or Recording Secretary.
- Receive, according to the Certification of Incorporation, all legal documents served on the corporation.
- Perform such other duties as may be assigned to her by the President.

The Assistant Corresponding Secretary shall:

- Assist the corresponding Secretary and President as directed.
- Perform the functions of Corresponding Secretary in her absence.

Section 8. Duties of Treasurer and Assistant Treasurer

The Treasurer shall:

- Be custodian of the MCWRC funds, which shall be deposited in a bank designated by the Board of Directors.
- Disperse all MCWRC monies received as dues, income from events, or any other source as ordered by the Board of Directors.
- Will provide written reports of receipts and disbursements for all meetings and as directed by the President.
- Responsible for submitting all reports and information as required by law, including the filing of all Federal, State and local returns.

The Assistant Treasurer shall:

- Assist the Treasurer as directed.
- Perform the functions of Treasurer in her absence.

Expenditures covered by the approved budget need not have further approval by the Board of Directors.

Section 9. Officer and Committee Chair Records

All elected and appointed officers and Committee Chairs shall deliver files and properties of the MCWRC to their successors, no later than one month after retiring from office.

ARTICLE VI. EXECUTIVE COMMITTEE

Section 1. Membership of Executive Committee

The Executive Committee shall consist of the elected officers of the MCWRC:

- President
- 1st Vice President
- 2nd Vice President
- Recording Secretary

- Assistant Recording Secretary
- Corresponding Secretary
- Assistant Corresponding Secretary
- Treasurer
- Assistant Treasurer

Section 2. Meetings

This committee shall meet at the call of the President or at the written request of five members of the Executive Committee.

Section 3. Powers

This committee shall have the power to transact the necessary business of the MCWRC between meetings of the Board of Directors.

Section 4. Quorum

A majority of the Executive committee shall constitute a quorum.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. Membership

The voting body of the Board of Directors shall be:

- The elected officers
- Chairs of Standing Committees
- NJFRW Representative
- Immediate past President of MCWRC

Sections 2. Duties

The duties of the Board of Directors shall be:

- To meet throughout the year on a regularly scheduled basis
- To have power to transact the business of the MCWRC between annual meetings
- To have jurisdiction over the removal of and reinstatement of membership rights
- To fill any vacancy on the Board of Directors for the unexpired term.

Section 3. Quorum

- Nine voting members present shall constitute a quorum.

Section 4. Removal

- Any member of the Board of Directors who fails to attend three meetings of the Board during any calendar year without adequate excuse may be retired at the discretion of the Executive Committee.

ARTICLE VIII. ADVISORY BOARD

The Advisory Board, appointed by the President with the approval of the Executive Committee, and consisting of five members, who have demonstrated their support for the mission of the MCWRC, will serve for one year.

ARTICLE IX. COMMITTEES

The President shall appoint the chairs of all Standing and Special Committees, the parliamentarian and the NJFRW representative, with the approval of Executive Committee.

Section 1. Standing Committees

There shall be the following Standing Committees which shall focus on, but will not be limited to the following responsibilities.

- Campaign Committee: Promotes the candidacy of women and serves as a liaison to candidates.
- Membership Development Committee: Reach out to new members at events and independently mentor them. Develop new membership programs.
- Multi-cultural Committee: Through membership recruitment and special programs, promotes inclusion of all women into the Republican Party, regardless of color creed, ethnicity or financial and educational background.
- Membership Committee: Maintains a current membership list, and sends out membership related notices, including dues notice.
- Events Committee: Coordinates and oversees MCWRC events and meetings as scheduled for the year or developed during the year.
- Electronic Communications Committee - Collects data and publishes monthly a general informational newsletter for distribution to the members. Maintains social media communications.
- Marketing Committee: Publicizes MCWRC and its programs through use of various media resources. Interfaces with the Electronic Communications Committee.
- Get Out The vote Committee: Promotes participation in campaigns and advises of opportunities to do so. Tracts volunteer participation.

The Standing Committees shall prepare programs of action and budgets if appropriate in their respective fields for consideration by the President and the Executive Committee.

Section 2. SPECIAL COMMITTEES

- Achievement Award committee: Prepares report for the State and National Federation Achievement Awards and any other report that recognizes the achievement of MCWRC
- Legislative Committee: Monitors and advises of legislative issues and pending legislation which impact women.
- Bylaws Committee: Reviews MCWRC Bylaws and submits revisions to Board of Directors.
- Audit Committee: Audits books before April 1st of each year
- Heritage Committee: Maintains a written history of the club and assures retention of historical documents.
- Annual Meeting Committee: Plans and implements the Annual Meeting inclusive of a luncheon/dinner, a speaker and an ad journal program.
- Scholarship committee: Serves as the liaison to County college of Morris for the endowment fund. Plans and implements the Annual Fundraising event.

- Telecommunications Committee: Contacts the general membership about general and special programs and/or emergent issues, through use of written notices or telephone.
- Other special committees may be appointed by the President as warranted, to achieve the goals and objectives of the MCWRC.

Section 3. Term of Office

The term of office of Chairs of Standing and Special Committees, NJFRW Representative, and Parliamentarian shall be from the time of their appointment and confirmations by the Executive committee until the Annual Meeting.

ARTICLE X. NOMINATIONS AND ELECTIONS

Section 1. Nominations

- A Nominating Committee shall consist of five (5) members. The Chair shall be appointed by the President. Four (4) members shall be appointed by the Executive Committee as follows: two (2) members from the Board of Directors and two (2) members from the general membership. All discussion within the Nominating Committee must be kept in strictest confidence.
- The Nominating Committee shall submit one nominee for each office, in a report to be sent first to the Board of Directors and then to the general membership, with the call for the Annual Meeting.
- Nominations may be made from the floor following the report of the Nominating Committee, provided the nomination is supported by a petition of twenty-five(25) regular members of the MCWRC in good standing and submitted in writing to the Executive Committee seven days prior to the Annual Meeting.
- Nominations must be active members in good standing and in accord with the objectives, bylaws, and policies of the MCWRC.

Section 2. Elections

- Elections shall be by ballot and a majority of all votes cast shall constitute an election. Where there is only one candidate for office, election may be by voice.
- Only members in good standing shall be permitted to vote.

Section 3. Vacancies

A vacancy in an elective office other than that of President (in which case the highest ranking VP will succeed to the office) may be filled by election of the Board of Directors at the next meeting following the vacancy. Notice of such vacancy shall be given to the members of the Board of Directors with the call for the meeting.

ARTICLE XI MEETINGS OF THE MCWRC

Section 1. Annual Meeting

- An Annual Meeting shall be held at a time determined by the Executive Committee and a place selected by the Board of Directors from recommendations made by the Executive

- Committee.
- A call to the Annual Meeting shall be mailed and postmarked at least 30 days prior to the date of the Annual Meeting.

Section 2. General Membership Meetings

There shall be at least three meetings of the MCWRC during any calendar year, which shall include the Annual Meeting.

Section 3. Special Meetings of General Membership

Special Meetings of general membership may be called either:

- By the President or
- On the written request of twenty-five (25) or more regular members in good standing.

ARTICLE XII. PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, or the latest edition thereof, shall govern the MCWRC in all instances where they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE XIII. AMENDMENTS/REVISIONS

These Bylaws may be amended/revised by a two-thirds (2/3) vote of the members of the Board present at any meeting of the Board of Directors; provided that notice of the proposed amendment/revision has been sent to each member of the Board, at least thirty (30) days prior. The amendment/revision shall go into effect, only by a majority vote of the voters present at the next regularly published meeting.

ARTICLE XIV. INDEMNIFICATION

The officers and directors of the MCWRC may be indemnified for the expenses of defending actions arising against either the organization or themselves by virtue of their connection to the organization, as long as they are found to be innocent, or though found guilty of improper conduct, acted in good faith.

Adopted 1/24/00

Revised 4/14/03

Revised 4/10/04