

**BYLAWS OF THE
DONA ANA COUNTY FEDERATED REPUBLICAN WOMEN**

ARTICLE I - NAME

The name of this club shall be Dona Ana County Federated Republican women, hereinafter referred to as "Club". This club is affiliated with the New Mexico Federation of Republican Women (NMFRW) and 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 any member of its Executive Committee or Board shall not publicly endorse any candidate for public office in contested Republican primaries, runoff election, special elections and/or non-partisan election 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, NMFRW, or the 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 NMFRW, NFRW, and the Republican National Committee.

ARTICLE IV - MEMBERSHIP

Section 1. PRIMARY MEMBERSHIP

- A. Any registered Republican 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 members will be stated in the Club's standing rules and amended as needed.

Section 2. ASSOCIATE MEMBERSHIP

- A. Any woman who is a 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 needed.
- B. Associate members cannot be counted in determining the number of delegates to NFRW or the NMFRW meetings or conventions.
- C. Republican women and men may be associate members but cannot make motions, hold office, vote, or be counted in determining the number of primary members. Associate members shall have a voice at Club meetings.
- D. Associate dues remain with the Club. Associate members are not reported to the State Federation of the NFRW.

Section 3. The DACFRW shall be affiliated only with the NMFRW and the NFRW and shall abide by the bylaws of the State and Federal organizations, and shall be composed of no less than ten (10) members.

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 on March 1. Dues collected in November and December may be applied to the following year's membership.

Section 3. Club dues shall be determined by Club membership.

Section 4. SERVICE CHARGES. The club shall pay NFRW per capita dues and the annual service charge on behalf of its members to NMFRW, with the first payment 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 officer shall be a primary member in good standing of the Club.

Section 3. VACANCY. A vacancy in the office of the President shall be filled by the Vice President. All other vacancies in an 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, Board, or members of the Club may be removed by two-thirds (2/3) vote of the membership for any of the following reasons after an 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 October meeting in even years and shall serve a term of two years or until their successors are elected.

Section 6. DUTIES OF THE OFFICERS.

- A. The President shall:
 - 1. Call and preside over all meetings of the Club and the Executive Committee and Board;
 - 2. Represent the organization at all times or designate someone as her 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 Board;
 - 4. Prepare a Program of Action in consultation with the Chairs of the Standing Committees for presentation and approval by the Board;
 - 5. Submit an annual budget to the Board for approval by the membership;
 - 6. Be an ex-officio member of all committees except the Financial Review and Nominating Committees;
 - 7. Sign checks as one of three authorized signatures, including at least the President and Treasurer;
 - 8. Represent the Club in all Republican Party activities;

9. Appoint the Financial Review Committee in October (of even years), except for a change of Treasurer, at which time a complete review will be performed;
10. Accept resignation by written letter or email of any member wanting to resign from an elected position, Committee Chair, or the Club; and
11. Call special meetings of the Executive Committee or Board; or upon the request of three (3) members of the Executive Committee and/or five (5) members of the Board.

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. Sign checks as one of three authorized signatures, including at least the President and Treasurer;
4. Perform such other duties as are assigned by the President, the Executive Committee, and the Board or the Club; and
5. Serve as Program Chair.

C. The Secretary shall:

1. Keep the minutes of all meetings of the Club, the Executive Committee, and the Board;
2. Keep a current inventory of Club property;
3. Prepare club correspondence in coordination with the President;
4. Perform such other duties as may be assigned by the President, the Executive Committee, the Board, 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 approved by the Board;
2. Sign checks as one of three authorized signatures, including at least the President and Treasurer;
3. Disburse funds as directed by the President, Board, Executive Committee, or the Club;
4. Bring written financial report(s) to monthly Board meetings and to the General meetings if not emailed to membership prior to the General meeting;
5. Chairs the Budget Committee appointed by the President with approval of the Board;
6. Submit dues, annual service fees, and reports to NMFRW as required;
7. Compile and maintain complete membership lists and ensure such lists are submitted to the state and national federations according to deadlines;
8. Submit the financial records to the Financial Review Committee for the biennial review to be completed by the first meeting of the fiscal year;
9. Perform other duties as assigned by the President, the Executive Committee, the Board, or the Club; and

10. Comply with all state elections and reporting requirements.

Section 7. RECORDS. All officer and all committee chairs shall deliver all records, files, and properties of the club to their successors upon retiring from office unless otherwise directed by the President, executive Committee, or the Board.

ARTICLE VII - APPOINTED OFFICERS

Section 1. APPOINTED OFFICERS. The President shall appoint, with the approval of the Executive Committee, a Parliamentarian and any other special Officers as necessary.

Section 2. The Parliamentarian shall:

- A. Serve as counsel and advise on parliamentary procedure;
- B. Be familiar with Robert's Rules, Newly Revised, these bylaws and standing rules of the Club; and
- C. Be a primary member of the Club.

Section 3. The President may appoint other officers as deemed appropriate by the Executive Committee or Board.

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 Board. A quorum at Club meetings shall be 25% of 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 three (3) members of the Executive Committee or by thirty percent (30%) of the 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 five (5) days notice shall be given to all members for any special meeting.

Section 3. ANNUAL MEETING. The December meeting is designated as the Annual Meeting.

Section 4. 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 there is participation by a majority of the members of the body. The vote shall be ratified and entered into the minutes at the next regular meeting.

Section 5. NOTICE. Notice for all meetings may be mailed or delivered electronically.

ARTICLE IX - EXECUTIVE COMMITTEE

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

- A. The elected officers;
- B. The Immediate Past President.

Section 2. DUTIES. Meets at the call of the President.

- A. May take any action deemed necessary by the President;
- B. Shall not modify any action taken by the Board;
- C. Shall present a report of interim meetings at the following Board meeting;
- D. Removes from office or duties by a two-thirds (2/3) vote of the Executive Committee any officer, standing committee chair, or other committee chairs who do not support the Club, its policies, and objectives; and
- E. The Executive Committee shall have final authority over all printed materials and Club correspondence.

Section 3. MEETINGS. Meeting may be called by the President or upon the request of a majority of the Committee. At least two (2) days' notice shall be given for meetings. Notice may be by telephone or sent electronically. The purpose of the meetings shall be stated in the call, with no other business to be transacted at the meeting.

ARTICLE X - BOARD

Section 1. COMPOSITION. The Board of the Club shall consist of the elected officers, chairs of the standing committees, the immediate past President of the Club and any appointed officers.

Section 2. DUTIES

- A. Be the governing body of the Club;
- B. Approve a program of action presented by the President;
- C. Adopt the Nominating Committee, which shall consist of a chair and two members, and each shall be a registered Republican in Dona Ana County;
- D. Approve the appointments by the President of appointive officers, chairs of standing committees, and to any other committees deemed necessary; and
- E. Approve the federally insured banking institution where funds are to be deposited.

Section 3. MEETINGS

- A. Meeting shall be held monthly;
- B. Special meetings may be called by the President or at the written request of a majority of the board;
- C. Unless otherwise specified, a majority vote of Board members present at its meeting shall constitute the will of the Board; and

- D. Club members may attend the Board meeting and shall have a voice but no vote.

Section 4. QUORUM. Fifty percent (50%) of the Board members plus one (1) shall constitute a quorum at all meetings.

Section 5. CONTINGENCY PLAN. In the event that a properly called Board meeting must be canceled due to circumstances beyond the control of the Club, it shall be acceptable to hold the said meeting by an approved electronic means with seven (7) days' notice given to all the members of the Board.

ARTICLE XI - COMMITTEES

Section 1. STANDING COMMITTEES. The standing committee chairs of this Club shall be appointed by the President and approved by the Board, to include: Legislative, Bylaws, Campaign Activities, Fundraising, and Membership.

- A. Officers may be appointed to chair standing committees;
- B. No other standing committee chairs may be named without an amendment of these bylaws;
- C. Standing committee chairs shall be appointed for the same term as the officers and shall be voting members of the board;
- D. Duties of Standing Committees:
 - 1. Legislative
 - a. Shall implement legislative concerns important to the Club; and
 - b. Shall inform the club and Board of any legislation affecting the interests of DACFRW.
 - 2. Bylaws
 - a. Conduct a biennial review of the Club bylaws;
 - b. Request and receive proposed amendments to the bylaws, submit them to the Board for action, or initiate changes requested by the Club;
 - c. Primary membership shall have the final vote on amendments;
 - d. Furnish NMFRW bylaws Committee with a complete set of Club bylaws for review and approval; and
 - e. Any subsequent revision of bylaws shall be sent to the NMFRW Bylaws Committee for approval.
 - 3. Campaign/Election Activities
 - a. Shall prepare and implement a plan for raising funds to meet the Club's budget;
 - b. Shall notify the Treasurer of all fundraising committee meetings; and
 - c. The Treasurer may attend committee meetings.
 - 4. Fundraising
 - a. Shall prepare and implement a plan for raising funds to meet the Club's budget; and

- b. Shall notify the Treasurer of all fundraising committee meetings; and
- c. The treasurer may attend committee meetings.

5. Membership

- a. Shall coordinate all membership renewal and new member efforts; and
- b. Shall ensure that all membership information is shared with the Treasurer and others as deemed necessary.

Section 2. SPECIAL COMMITTEES

- A. The President may create special committees and appoint chairs subject to the approval of the Board, at any time as it may become necessary. Special Committee Chairs do not have a vote on the Board. Special Committees may 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 (3) primary members shall be appointed by the President in October 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 year.

Section 3. COMMITTEE MEMBERS. All committee members must be primary members in good standing of 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.

ARTICLE XII - NOMINATIONS AND ELECTIONS

Section 1. NOMINATIONS

- A. A Nominating Committee shall consist of three (3) members, and one alternate shall be selected by the Board no later than August of each even year. The Committee shall elect its own chair. The Parliamentarian will instruct the Committee as to proper procedure and will be available for further counsel if required, and no member serving on the Nominating Committee may be considered for an office;
- B. The Nominating Committee shall report a slate of a candidate for each office at the general meeting in September or at least thirty (30) days prior to the election meeting in October. All nominees shall be primary members in good standing with the Club;
- C. Nominees shall give written consent to serve if elected. Nominations from the floor shall be in order following the report of the Nominating Committee, providing written consent is obtained for election at the time;
- D. Nominating Committee members shall not succeed themselves.

Section 2. ELECTION OF OFFICERS

- A. Elections shall be by ballot at the regular meeting in October. 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;
- C. Officers may run for a consecutive term; and
- D. No officer may serve for more than two (2) consecutive terms, or a total of four (4) consecutive years.

ARTICLE XIII - STATE FEDERATION CONVENTION DELEGATES

Section 1. The Club shall elect representation to the NMFRW biennial convention in the method set forth in the NMFRW bylaws.

Section 2. The election of delegates and alternates shall take place at a general meeting before the convention to conform to the NMFRW certification requirement.

ARTICLE XIV - 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, NMFRW bylaws and any special rules of order.

ARTICLE XV – AMENDMENTS

- A. The DACFRW Bylaws Committee shall present all proposed amendments to the NMFRW Bylaws Chair, to ensure proposed changes are not in conflict with NMFRW or NFRW bylaws.
- B. Once NMFRW approval is obtained, the DACFRW Bylaws Committee shall present proposed amendments to the DACFRW Executive Board for approval prior to publication. Written notice of the proposed amendments shall be sent to the members of the Board with their notification of the meeting at which they are to be considered.
- C. These Bylaws may be amended by a two-thirds (2/3) 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 (30) days prior to the vote being taken at a general meeting.
- D. Revised Bylaws shall be submitted to the NMFRW President, the Regional Director, the NMFRW Bylaws Chair and a copy kept by the Club Secretary.

ARTICLE XVI - 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)

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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 NMFRW. 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 NMFRW.

These bylaws approved and adopted by the Dona Ana County Federated Republican Women on the date: June 27, 2025

President

Secretary

- ❖ Proposed amendments were first approved by NMFRW Bylaws Chair, Jeanine Bingham Kelly, on May 2, 2025 via email to Trudy Routh, DACFRW Bylaws Chair
- ❖ DACFRW Board approved proposed amendments on May 6, 2025. (see minutes)
- ❖ Proposed amendments were emailed to membership on May 24, 2025 (34 days prior to vote)
- ❖ Membership voted to approve proposed amendments on June 27, 2025
- ❖ Revised DACFRW Bylaws as of June 27, 2025 provided to the following:
 - NMFRW President, Teresa Barncastle, via email at t.barncastle@yahoo.com
 - NMFRW Bylaws Chair, Jeanine Bingham Kelly, via email at jbkelly97@msn.com
 - NMFRW Regional C Director, Shona Neff, via email at shonaneff@gmail.com
 - DACFRW Secretary, Lesa Richardson (for record retention) at lrichard3624@gmail.com