

ANCHORAGE REPUBLICAN WOMEN'S CLUB BYLAWS

Adopted November 2007

(Revised: 2009 – 2010 – 2016, 2023)

ARTICLE I – NAME

The name of this organization shall be Anchorage Republican Women's Club.

ARTICLE II – PURPOSE

Participate/Activate/Defend

The purpose of this organization shall be to promote an informed electorate through political education; to increase the effectiveness of women in the cause of good government through active political participation; to facilitate cooperation among Republican Women's Clubs and to foster loyalty to the Republican Party platform, its ideals and values. To work for the election and support of Republican candidates, in any municipal, state, or federal political election by finding, vetting and training conservative candidates.

ARTICLE III – MEMBERSHIP

Section 1. Any woman registered as a Republican or conservative who believes in the Republican Principles is eligible for membership. Members may not publicly endorse a candidate for another political party for state or federal office by participating in activities such as television, radio or print endorsements, donating to a campaign, or hosting a fundraiser for said candidate.

Section [2]. Associate membership shall be held by registered Republican men or women with active club membership in another club, or declared Republicans not eligible for registration, i.e. students under the legal voting age, not residents of Alaska or not citizens of the United States. They shall be accorded all of the privileges of the club, except those of making motions, voting or holding office. They may not be counted in a quorum.

ARTICLE IV – OFFICERS

Section 1. Enumeration and Election of Officers: The officers of the Anchorage Republican Women's Club shall be a President (or Co-Presidents), Vice President (or Co-Vice Presidents), Secretary, Assistant Secretary, Treasurer, and Assistant Treasurer. Officers shall be elected for a four-year term, January through December by the general membership at an annual Meeting. In order to hold an elective office in the Anchorage Republican Women's Club, one must have been a paid member [and registered as a Republican] for at least one year prior to election, or by unanimous vote of current board members.

Section 2. The President: The President (or Co-Presidents) shall preside at all meetings of the organization and of the Board. She may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes. She shall be an ex-officio member of all committees except the Nominating Committee. She shall have such usual powers of supervision and management as may be designated by the Board.

Section 3. The Vice President: The Vice President (or Co-Vice Presidents) shall, in the event of absence, disability or death of the President possess all the authority of that office, until such time as the Board shall elect one of its own members to fill the vacancy. The Vice President shall perform such other duties as the president and the Board shall designate.

Section 4. The Secretary: The Secretary shall keep minutes of all the business conducted by the Club, including the annual meeting and all meetings of the Board. She shall perform such other functions as may be incidental to her office.

Section 5. The Assistant Secretary: The Assistant Secretary shall perform such duties as the Secretary shall designate on a continuing bases, and to serve as, and carry out the duties of the Secretary in absence of the Secretary. The Assistant Secretary shall be responsible to ensure that adequate notice of all regular meetings of the Club is provided to all members.

Section 6. The Treasurer: The Treasurer shall collect and receives all funds of the Club. She shall be custodian of those funds and shall deposit them in a bank to be designated by the Board, and shall disburse the same only upon order of the Board at their regular meetings. She shall provide an annual report at the Annual Meeting, renew any gaming permit, and file any associated reports. She shall be responsible for the task of filing, in a timely manner, any and all required financial reports for the Club with entities such as the Alaska Public Offices Commission (“APOC”). She shall sign, with the President, all contracts and other instruments when so authorized by the Board.

Section 7. The Assistant Treasurer: The Assistant Treasurer shall assist the Treasurer in filing all APOC, or other required financial reports. She shall perform other duties as the Treasurer shall designate on a continuing basis, and to serve as and carry out the duties of Treasurer in the absence of the Treasurer. She shall keep an updated membership list in coordination with the membership chair. (All BOD shall be registered as Deputy Treasurers with the Alaska Public Offices Commission).

Section 8. Endorsements: Anchorage Republican Women’s Club shall endorse only candidates who have been vetted by the Candidate and Campaign Committee.

Section 9. Officer Qualifications: Elected office shall be prohibited to Public Employees whose participation on a partisan political board could subject such person and the Club to violations of state law (AS 39.25.160).

ARTICLE V – BOARD OF DIRECTORS

Section 1. Number, Manner of Selection and Terms of Office: The Board of Directors shall consist of the Officers of the Board, Chairs of the Standing Committees, and the Immediate Past President (optional). The terms of office of the appointed members shall run consecutively with the elected officers, however, nothing shall prevent a member of the Board from being reappointed. A member of the Board may not hold two positions on the Board with the exception of the Vice President, Assistant Secretary, and Assistant Treasurer.

Section 2. Qualifications: No person shall be elected, appointed or shall continue to serve as an officer or director of this organization unless she is a voting member of the Club and a registered Republican. Board membership shall be prohibited to Public Employees whose participation on a partisan political board could subject such person and the Club to violations of state law (AS 39.25.160).

Section 3. Vacancies: Any vacancy occurring on the Board by reason of resignation, death, or disqualification may be filled by appointment by the President and confirmed by a majority vote of the remaining members of the Board until the next Annual Meeting. Three (3) consecutive absences from a Board meeting by any officer or director without valid reasons may be deemed a resignation and such office may thereafter be filled as herein stated.

Section 4. Powers and Duties: The Board shall have full charge of the property and business of the organization, with full power and authority to manage and conduct the same, subject to the instructions of the general membership. The Board shall create and designate special committees as it may deem necessary.

Section 5. Meetings: There shall be at least six (6) regular meetings of the Board annually. Special meetings of the Board may be called by the President or upon the written request of three (3) members of the Board with the purpose of such meeting to be stated in the call, with no other business to be transacted. The Board shall determine the date, time and place. When deemed necessary, the Board may conduct a meeting via electronic means to include teleconference, videoconference, email or text. When a vote is conducted via electronic means, a majority vote will prevail.

Section 6. Quorum: A majority of the members of the Board shall constitute a quorum.

Section 7. Disbursement of Funds: Checks and savings account withdrawals shall require two of four authorized signatures when the amount of the check or the withdrawal exceeds one thousand dollars (\$1,000.00). In all cases, the Treasurer must retain the receipt, billing document, or Board/Committee report as authority for the disbursement. The four officers authorized to co-sign banking transactions shall consist of the President(s), Vice President(s), Treasurer and Assistant Treasurer.

ARTICLE VI – EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall be composed of the elected officers of the Club and the immediate past president (optional).

Section 2. The Executive Committee shall have general supervision of the affairs of the Club between Club meetings and Board of Director meetings. The Executive Committee shall determine the date, time and place of the meeting. All Executive Committee meetings are open to all members of the Board. The Executive Committee may not modify any action taken by the Board.

Section 3. The Executive Committee shall meet a minimum of four (4) times annually. A majority of the members of the Executive Committee shall constitute a quorum.

ARTICLE VII – DUES

Section 1. The fiscal year of the Club shall be from January 1 through December 31, or calendar designated by the board.

Section 2. Membership dues shall be established by the Board prior to the Annual Meeting.

ARTICLE VII – GENERAL MEMBERSHIP MEETINGS

Section 1. Membership Meetings: There shall be at least six (6) meetings of the membership each year to be held on a consistent basis. The date, time and place of shall be determined by the Board.

Section 2. Special Meetings: Special meetings shall be held at the call of the President or upon request of fifteen (15) members with the purpose of such meeting to be stated in the call, with no other business to be transacted.

Section 3. Annual Meeting: An Annual Meeting shall be held at least once a year, the exact date to be determined by the Board. The Annual Meeting shall elect officers and transact such other business as may properly come before it.

Section 4. Voting at the Annual Meeting: Only members whose dues have been paid at least thirty (30) days prior to the Annual Meeting shall be entitled to vote.

Section 5. A quorum of the Club shall consist of majority of the paid membership present.

ARTICLE IX – NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee: The Nominating Committee shall consist of five (5) members:

- a. Two (2) members shall be selected from the membership 30 days before the annual meeting.
- b. Three (3) members shall be members of the Board.
- c. No member shall serve on the Nominating Committee who intends to be nominated for office, [with the exception of the positions of Assistant Secretary or Assistant Treasurer].
- d. The Chairman of the Committee shall be elected by the members of the Nominating Committee.
- e. No member shall be eligible for the Nominating Committee who is not a paid member of the Club 6 months preceding annual meeting.
- f. Any vacancy occurring in the Nominating Committee may be filled by the Board.

Section 2. Report of the Nominating Committee: A preliminary report of the Nominating Committee shall be presented at the Annual Meeting. Immediately following presentation of the report, nominations from the floor by any voting member may be accepted. Prior consent of the nominee must be secured.

Section 3. Elections: The elections shall be by ballot provided that when there is only one (1) nominee for each office, the Secretary may be instructed to cast a unanimous ballot for each nominee. A majority vote of those qualified to vote and voting shall constitute an election. Absentee and proxy voting shall not be permitted.

ARTICLE X – STANDING AND SPECIAL COMMITTEES

Section 1. Standing Committees: The slate of Standing Committee Chairs shall be presented to the membership for approval. The Standing Committees shall be as follows:

- a. Bylaws/Rules/Legislative
- b. Candidate Recruitment/Campaigns
- c. Communications (Telephone, Text, Media/Public Relations/Newsletter)
- d. Program/Americanism/Community Service
- e. Fundraising/Special Events
- f. Membership

Section 2. The President shall appoint Standing Committee Chairs and Special Committees may be appointed as needed.

Section 3. Reports: All Standing and Special Committees shall report to the Club at regular intervals as directed by the President.

ARTICLE XI – PARLIAMENTARY AUTHORITY

Section 1. The rules contained the current Robert's Rules of Order shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with the Bylaws of the Club.

ARTICLE XII – AMENDMENTS

Section 1. These bylaws may be amended by a two-thirds (2/3) vote of the voting members present at the Annual Meeting or at a regular meeting when it is deemed necessary and expedient to the welfare of this organization.

ARTICLE XII – DISSOLUTION

Section 1. In the event of the dissolution of the organization by a majority vote of the Board, all of the assets which remain after payment of all liabilities, costs and expenses of such dissolution shall be distributed to an organization selected by ARWC BOD). None of the assets shall be distributed to any member or officer of the Club. Furthermore, pursuant to 15 AAC 160.020, upon dissolution disposition of net proceeds from charitable gaming conducted under any permit shall go to a permittee as determined by a majority vote of the Board, other than a multiple- beneficiary permitte

