

# Oahu League of Republican Women

## BYLAWS

AS APPROVED AUGUST 7, 2014

### Article I

### Name

The name of this organization is the Oahu League of Republican Women; hereafter it is referred to as the "LEAGUE."

### Article II

### Objectives

The objectives of the LEAGUE are:

- a) To promote the ideals of the Republican Party.
- b) To inform through political education.
- c) To support Republican Party nominees.
- d) To encourage participation in the cause of good government.

### Article III

### Membership

Section 1: Membership is open to all who:

- a) support the objectives of the LEAGUE,
- b) believe in the principles of the Republican Party, and
- c) intend to support its candidates.

Section 2: There are three classes of membership:

- a) LIFE MEMBERSHIP - with vote
- b) REGULAR MEMBERSHIP - with vote
- c) HONORARY MEMBERSHIP - with vote

Honorary membership may be awarded by unanimous vote of the Board of Directors to any person who has given exceptional service to the LEAGUE.

Section 3: A member is in good standing if dues are paid for the current year and abides by Article III Section 1.

Section 4: Membership lists:

- a) are CONFIDENTIAL,
- b) will not be given out to any other organization, and
- c) are available ONLY to members in good standing.

## Article IV

## Officers and their Duties

### Section 1: Officers:

The Officers will: President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary and Treasurer.

- a) The term of office will be for two years.
- b) No officer will serve in the same position for more than two consecutive terms.
- c) If no candidates who meet all requirements come forward, current officers will be considered.

### Section 2: Duties of President:

- a) To prepare an agenda and preside at all LEAGUE and Board of Directors meetings.
  - Email detailed agenda to the Board before each meeting and request input.
  - Prepare abbreviated agenda for luncheon tables.
- b) To have general supervision of all projects of the LEAGUE.
- c) To present a yearly summation report at the December meeting.
- d) To appoint Chairpersons of all committees, except the nominating committee, with the approval of the Board of Directors.
- e) To be ex-officio member of all committees except the nominating committee.
- f) To prepare a program of action after approval of the Board of Directors for presentation to the membership.
- g) To appoint a parliamentarian and Sergeant-at-Arms.
- h) To act as representative of the LEAGUE, or to designate someone as representative in her/his absence or her/his inability to do so.
- i) To perform other duties as may be assigned by the Board of Directors.
- j) To submit newsletter articles to editor by 15<sup>th</sup> of each month.
- k) To send email blasts and announcements to the membership.

### Section 3: Duties of Vice-Presidents:

- a) In their order, to perform the duties of the President in her/his absence or inability to serve.
- b) The First Vice-President will be Program Chair, to include but not be limited to:
  - Obtaining speakers/entertainment,
  - Procuring lei for speakers,
  - Introducing speakers/entertainment at luncheons.
  - Request/obtain mini bio and photo of each speaker and email it to Webmaster and Newsletter chair.
- c) The Second Vice-President will be Luncheon Chair, responsible for, but not limited to:
  - Reservations: preliminary count to clubs seven business day prior to luncheon.
  - Venues – Request podium, mic, American & Hawaiian Flags, 2+ tables for payment

table at luncheons.

- Arrange for centerpieces, if any.
- Email menus and venues to President, Public Relations and Newsletter Chair, and Webmaster.
- Request receipt of payment and reconciliation of luncheon account.
- Email Reservations list to: President (for agenda notes), Membership Chair (for guest tags) and Treasurer (for Finance Report).

- d) The Vice-Presidents will perform such other duties as may be assigned to them by the President or the Board of Directors.

#### Section 4: Duties of the Recording Secretary:

- a) Keep and distribute Minutes of all meetings; shall be custodian of these records; files a record copy in LEAGUE office.
- b) Submit draft Minutes to President after each meeting for comments and corrections.
- c) Keep the Bylaws and other such papers as the Board may direct and perform all duties of Secretary assigned by the President or Board of Directors.
- d) Perform such other duties as may be assigned by the President or Board of Directors.

#### Section 5: Duties of the Corresponding Secretary:

- a) Process and file correspondence of the LEAGUE.
- b) Send thank you letters to speakers or entertainers, and provide copy for office file.
- c) Perform such other duties as may be assigned by the President or Board of Directors.

#### Section 6: Duties of the Treasurer:

- a) Is custodian of all funds and deposit them in the bank or banks selected by the Board of Directors.
- b) Disburse funds as directed by the Board of Directors. All instruments must have two signatures, the Treasurer and one other officer with signing authority.
- c) Make an itemized monthly report to the Board of Directors, and a summary report at the regular meetings of the LEAGUE.
- d) Submit an annual budget for presentation to and approval of the Board of Directors.
- e) Be bonded sufficiently to cover the maximum amount of funds likely to be in her/his possession. The cost of such bond to be paid for by the LEAGUE.
- f) Present LEAGUE books annually for audit by an accountant.
- g) Perform such other duties as may be assigned by the President or BOD.
- h) Assist 2<sup>nd</sup> VP at membership luncheon meetings.
  - Supply Petty Cash Box at membership luncheon meetings.
  - Pay restaurant at close of luncheon meetings.
  - Reimburse officers/members for expenses incurred w/ proper receipts.

## Section 7: Officers' Reports and Records:

- a) Officers and all Standing and Special Committee Chairs will submit annual reports to the President.
- b) Upon expiration of the two-year term of office or upon leaving office, each officer and chair will deliver within fifteen (15) days, all records, files and LEAGUE properties to the President for storage in LEAGUE office.

## Article V

## Board of Directors and Executive Committee

### Section 1: Board of Directors

The Board of Directors will consist of six elected officers, the Chairs of the Standing Committees and the Immediate Past President, providing the term of office has been fulfilled. The Immediate Past President will be an ex-officio member and serve as an Advisor to the Board.

### Section 2: Duties of the Board of Directors:

- a) To be the governing body of the LEAGUE.
- b) To elect a replacement for a vacancy in any elective office.
- c) To approve and implement all programs of action.
- d) To set all membership dues.
- e) To adopt an annual budget
- f) To advise the President.
- g) To authorize expenditures up to \$200.00 for any unbudgeted item. Unbudgeted expenses larger than \$200 must have prior approval by the membership.
- h) To appoint an auditor.

### Section 3: Attendance Requirements

In the event an elected officer or an appointed Chair fails to attend three meetings of the Board of Directors without excused absence, a majority of the Board of Directors shall declare the office vacant.

### Section 4: Meetings of the Board of Directors:

- a) At least six meetings per year to be conducted in person, on line or by phone.
- b) Special meetings may be called by the President or by written request of three members of the Board of Directors.
- c) At least seven days' notice will be given each member for all meetings of the Board of Directors.
- d) Board of Directors' meetings are open to all members in good standing, provided five days' notice has been given to the President and there are no objections by the Board of Directors. They may speak but may not vote.

## Section 5: Executive Committee

The Executive Committee will consist of the six elected officers, and the Immediate Past President as ex-officio Advisor.

## Section 6: Duties of the Executive Committee

The Executive Committee will conduct all routine business of the LEAGUE between regular Board meetings.

### Article VI

### Standing and Special Committees

NOTE: Members appointed as Chair of Standing and Special Committees or as the Nominating Committee will meet the requirements established for officers of the LEAGUE.

#### Section 1: Standing:

- a) Standing Committees are: Fund Raising; Bylaws; Membership; Public Relations; Newsletter; and Volunteer Coordinator.
- b) The Chairs of these committees will be appointed by the President with the approval of the Board of Directors.
- c) The standing committees will outline programs of action in their respective fields for consideration and adoption by the Board of Directors.

#### Section 2: Special:

- a) The President, with the approval of the Board of Directors, may appoint any special committee deemed advisable.
- b) The Chair of a special committee may sit on the Board of Directors with a voice but no vote.
- c) The special committees will outline programs for action in their respective fields. These programs will be submitted to the President for approval by the Board of Directors.

### Article VII

### Nominations and Elections

#### Section 1: Members desiring to be an officer will:

- a) have been a member for at least one year,
- b) be a member in good standing,
- c) be members of the Hawaii Republican Party.

NOTE: If no candidates who meet all requirements come forward, then interested members will be considered.

## Section 2: Nominating Committee

- a) At the regular membership meeting in September of an election year, a Nominating Committee of five will be constituted. Two members will be selected by the Board of Directors from among the members of the Board of Directors. Three members will be elected by the membership from nominations made from the floor. If there are more than three nominees from the floor, members present in good standing will receive secret ballots. The three nominees with the highest number of votes will be declared elected. If there are only three nominees from the floor, the election will be by voice vote or acclamation. The committee of five will elect its own chair and a secretary.
- b) The committee will not place the names of its members in nomination but a member of that committee may accept nominations from the floor. The committee shall submit its report at the October meeting.
- c) An Election Committee of not less than three (3) will be appointed by the President at the October meeting, with the approval of the Board of Directors. This Committee will only provide election materials and will only act as tellers for the election to be held at the November meeting, at which time nominations will also be accepted from the floor.
- d) The Chair of the Elections Committee shall be responsible for Installation of Officers at the December luncheon meeting.

## Section 3: Nominations for Officers

Nominees will meet the requirements set forth in Article VII, Section 1 of these By-laws.

## Section 4: Election:

- a) The election of officers will be held at the membership meeting in November in the even numbered years.
- b) Prior to call for elections vote, nominations may be accepted from the floor.
- c) All members will be credentialed by Membership Chair prior to November election.
- d) Installation of Officers will be held at the December luncheon meeting in the even numbered years. Newly elected officers will assume their responsibilities at the close of the meeting.
- e) Only those members in good standing prior to October 1 of the current year will be eligible to vote in any LEAGUE election or business of the LEAGUE.
- f) A contested election will be by ballot and a majority of all votes cast will constitute an election.
- g) One (1) person equals one (1) vote. No Proxy voting.
- h) A single nominee for any office may be elected by voice vote.

## Section 4: Vacancy

A vacancy in an elective office will be filled by election by the Board of Directors at its next meeting following the vacancy. Notice of such vacancy will be given to members of the Board of Directors with the call of the meeting.

## Article VIII      Dues

### Section 1: Dues:

- a) Annual dues, as well as any possible assessment as determined by the Board of Directors, are payable on or before JANUARY 1.
- b) Members whose dues remain unpaid after JUNE 1 will be considered delinquent, not in good standing, and ineligible to vote in any LEAGUE business.
- c) The names of those members who are delinquent in payment of their dues will be brought by the Membership Chair to the Board of Directors for removal from membership.

## Article IX      Meetings

### Section 1: Meetings:

- a) The regular meetings of the LEAGUE will be held on the first Thursday of each month, except for July and August during off-election years.
- b) There will be at least six membership meetings per year.
- c) Special meetings of the membership will be held at the call of the President or upon the request of twenty members. The purpose of the meeting will be stated in the call, and no other business will be transacted.

### Section 2: Quorum:

- a) A quorum for a regular membership meeting will be those members present.
- b) A quorum for a meeting of the Board of Directors will be a majority of the Board of Directors.

## Article X      Amendments

### Section 1: Amendments

These Bylaws will be amended by a two-thirds vote of those members present at any regular membership meeting, or special meeting called for the purpose, provided written notification of the proposed amendment(s) has been given to all members at least thirty days prior to the meeting.

### Section 2: Voting

To be eligible to vote in the November election, members must be a LEAGUE member in good standing prior to October 1 of that year and be present at the November meeting.

Article XI

Fiscal Year

Section 1: Fiscal Year:

The fiscal year will coincide with the calendar year.

Article XII

Parliamentary Authority

Roberts' Rules of Order, Newly Revised, will govern the LEAGUE in all matters of procedure not covered by these Bylaws.

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Carol Thomas, President

Date

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George L. Kekuna, Secretary

Date

Amended:  
At Membership Meeting  
George L. Kekuna, ByLaws Chair