

PROFESSIONAL REPUBLICAN WOMEN BYLAWS

ARTICLE I

TITLE AND LOCATION

Section 1. The name of this organization shall be “Professional Republican Women” and “PRW” shall be its official logo.

Section 2. PRW shall be headquartered in Salt Lake County, Utah. Chapters of PRW may be organized in other counties in Utah upon application and approval of Bylaws by PRW’s Executive Board.

ARTICLE II

OBJECTIVES

Section 1. PRW is an organization of women and its objectives are to:

- a. provide information, mentoring, training and support for women, including those interested in elective or appointed political office;
- b. support the Republican Party; and
- c. speak out for Republican ideals.

Section 2. Members shall become politically effective, well informed on issues, and help effect positive change.

ARTICLE III

USE OF NAME

Section 1. All media statements regarding policies and/or programs shall be authorized by the President.

Section 2. The name of the organization shall not be used in any way except with Executive Board approval.

Section 3. No political candidate can receive PRW endorsement until they are clearly the sole Republican candidate or receive 100% voting approval of the membership in attendance at a regularly scheduled meeting, provided one week prior notice of the vote has been given.

Section 4. Legislators, county commissioners, city council members or other state or federal elected or appointed officials may be lobbied in the name of the organization after approval by majority vote of the membership at a regularly scheduled meeting; approval may be granted by the Executive Board when PRW input is deemed necessary and a vote of the membership is not possible.

Section 5. Members may express and/or lobby opinions as individuals.

Section 6. Except as stated in Section 4 of this Article, no member may use the organization's name in personal lobbying endeavors. Such use may result in suspension for one year or expulsion from membership.

ARTICLE IV

MEMBERSHIP

Section 1. Membership in the organization shall include women interested in pursuing elected office and/or service through political involvement, or who are interested in becoming politically informed..

Section 2. An individual seeking membership shall be approved by the Executive Board.

Section 3. Termination of Membership.

- a. Membership dues shall be paid to the national organization by the dates established.
- b. A member whose dues are unpaid shall pay the non-member lunch rate.
- c. Members who violate Article III may be suspended or expelled from membership by the executive Board with three-fourths in concurrence. Suspension shall be for one year.

ARTICLE V

DUES

Section 1. Dues are assessed to all members annually.

Section 2. Dues are subject to annual review by the Executive Board. The dues may be adjusted by a majority vote of the Executive Board.

Section 3. Dues are payable each year in the month of January .

Section 4. State and National Federations dues are forwarded to them at the end of each quarter.

ARTICLE VI

OFFICERS

Section 1. Executive Board.

- a. The elected officers of the organization shall be President; First Vice President, over programs; Second Vice President, over Membership; Third Vice President, over special events; Recording Secretary; Correspondence Secretary, over newsletter; Historian; and Treasurer. Officers shall be elected by the membership and shall constitute the Executive Board.

Section 2. Advisory Board..

- a. A Parliamentarian and other officers necessary to carry on the work of PRW may be appointed by the President and confirmed by the Executive Board.
- b. The elected officers may appoint from PRW membership a representative from the professional community, a representative from elected or appointed officials, the Chairman or Vice Chairman of the Utah Republican Party Central Committee, or a representative from the Utah Republican Party Executive Committee to serve as members of the Advisory Board.
- c. The Executive Board and the Advisory Board shall meet as deemed necessary by the President.

Section 3. A nominee for President must be an active member of PRW.

Section 4. Duties of Officers.

President Duties:

1. The President shall:
 - a. Preside at all meetings of the organization;
 - b. Sign all contracts or documents ordered by the Executive Board;
 - c. Serve as an ex-officio member of all committees except the Nominating Committee;
 - d. Be custodian of all the organization's properties and prepare an inventory of said properties;
 - e. Act in absence of the Treasurer recording a complete statement of all transactions during the Treasurer's absence for the Treasurer's records ;
 - f. Countersign all checks issued by the Treasurer;
 - g. Be co-custodian of the organization's funds;

- h. Appoint officers and chairmen of standing committees approved by the Executive Board;
 - i. File the necessary annual report as prescribed by law with the Lieutenant Governor, State of Utah;
 - j. Prepare, sign, and submit to the Secretary at the close of each fiscal year a summary of the organization's activities during that year; and
 - k. Report the organization's activities and provide a financial report at the November meeting
2. In addition to bylaws, the President shall:
- a. Represent PRW as a Board Member of UFRW to include all related attendance and duties
 - b. Secure Meeting room

1st VP of Programs:

1. The 1st VP of Programs shall:
- a. Preside in the absence of the President;
 - b. Plan the monthly meeting programs;
 - c. Act for the President in her absence or disability;
 - d. Assume responsibilities as directed by the President
2. In addition to bylaws, the 1st Vice President shall:
- a. Prepare Annual survey of potential topic of interest
 - b. Secure Speakers – ideally 3 months in advance
 - c. Secure BIO information and photos whenever possible and provide to VP Marketing & Social media for the Newsletter
 - d. Write and send thank you notes to speakers within a week of PRW luncheon

2nd VP of Membership:

1. The 2nd Vice President shall:
- a. Preside in the absence of the President and First Vice President;
 - b. Act for the President in the absence or disability or the President and First Vice President.
 - c. Oversee membership recruitment;
 - d. Keep a current list of members, as well as an archival list;
 - e. Assume responsibilities as directed by the President.
2. In addition to bylaws, the 2nd Vice President shall:
- a. Collect all RSVP's and have them prepared in a spreadsheet prior to the meeting for ease of sign-in
 - b. Check email daily to update email RSVP's as late as the day prior to the luncheon
 - c. Be present or have a substitute arrive early to sign in guests as they arrive
 - d. Update annual tracking of attendance to include all attendees over the course of the year
 - e. Maintain an accurate list of paid members - work closely with Treasurer for accurate information
 - f. Publish annual directory

3rd VP of Membership:

1. The 3rd Vice President shall:
 - a. Be in charge of Special Events, and
 - b. Assume responsibilities as assigned by the President
2. In addition to bylaws, the 3rd Vice President shall:
 - a. Plan Annual Christmas party
 - i. Location
 - ii. Food
 - iii. Speakers
 - iv. Gifts
 - b. Planning, preparation and participation at events where PRW should have presentation either to network or build membership

VP Marketing & Social Media:

1. The Corresponding Secretary shall:
 - a. Conduct the correspondence of the organization as directed by the President;
 - b. Prepare and mail monthly newsletters and any other notices;
 - c. Maintain an accurate e-mail list of officers and members;
 - d. Retain pertinent communications received and copies of letters sent;
 - e. Assume responsibilities as directed by the President
2. In addition to bylaws, the now called VP Marketing & Social Development shall:
 - a. Prepare Monthly Newsletter and email using constant contacts
 - b. Regular updates to traditional media and social media sites:
 - i. Upcoming events
 - ii. Updates during events
 - iii. Recap of events
 - c. Maintain website and connect to all Utah Political Websites
 - d. Build and post historical data and pictures
 - e. Identify and secure participation in events where PRW should have representation, either to network or build membership
 - f. Board Business Cards
 - g. Annual Meeting Pass along Cards

Recording Secretary:

1. The Recording Secretary shall:
 - a. Record and retain in her custody minutes of the Executive Board meetings;
 - b. Provide Board Members with a copy of those minutes; and
 - c. Assume responsibilities as directed by the President
2. In addition to bylaws, the Recording Secretary shall:
 - a. Include in minutes an action list for all board members
 - b. Type up the minutes and email them to all board members in a timely manner
 - c. Skills required: word processing, email

Treasurer Duties:

1. The Treasurer shall:
 - a. Collect membership dues
 - b. Be co-custodian with the President of all PRW funds;
 - c. Pay all bills authorized by the Executive Board, each check to bear two of the following signatures: Treasurer and any other authorized officer;
 - d. Keep proper records and retain all vouchers for disbursements and receipts;
 - e. Render a monthly financial report to the Executive Board;
 - f. Render a financial report at the November meeting;
 - g. Submit complete records for audit at the close of each two-year term of office;

the fiscal year runs from July 1 through June 30.

2. In addition to bylaws, the Treasurer shall:
 - a. Secure and pay Caterer for each luncheon when invoiced
 - b. Submit RSVP count to Caterer by Monday prior to the luncheon
 - i. Note: additional RSVP's do come in late – an additional 10 seats is added as a rule of thumb
 - c. Collect annual dues from each member
 - d. Pay UFRW Quarterly - \$25 club dues plus \$12 per PRW Member
 - e. Collect monthly luncheon fees and/or annual lunch fees and keep track of attendance
 - f. Deposit all funds in a timely manner
 - g. Create invoices when necessary and pay all expenses in a timely manner

Section 9. The Executive board shall:

- a. conduct PRW business in conformity with PRW policies;
- b. have general power to administer the affairs of the organization between meetings and to report its actions to the members.
- c. be subject to the directives of the organization ; its actions shall not conflict with actions taken by the organization;
- d. be responsible for the audit and control of funds;
- e. authorize all bills to be paid by the Treasurer;
- f. appoint five members to the Nominating Committee;
- g. fill all vacancies in office;
- h. approve proposed members;
- i. approve monthly program agendas;
- j. recommend standing committees as needed;
- k. establish special committees as needed;
- l. approve proposed amendments to the bylaws prior to presentation to the membership;
- m. determine violations of Article III, "Use of Name," and take appropriate action.

ARTICLE VII

STANDING COMMITTEES

Section 1. Standing committees to assist in the activities of this organization shall be as needed by the President with the approval of the Executive Board.

Section 2. Chairmen of standing committees shall submit reports as requested by the President.

ARTICLE VIII

EXPENDITURES

Section 1. All proposed expenditures must be submitted to the Executive Board for approval.

Section 2. Checks must be signed by the Treasurer and one additional officer.

ARTICLE IX

NOMINATIONS, ELECTIONS, VACANCIES, APPOINTMENTS

Section 1. In January of the odd number years, the President shall appoint a committee of five members approved by the Executive Board, to serve as the Nominating Committee. The Nominating Committee shall present to the organization in April at least one nominee for each office, the committee having secured the consent of each nominee to serve, if elected.

Section 2. Elections of the officers shall be held at the regular meeting in May of the odd number years. The newly elected officers shall be installed in June following the election.

Section 3. If an officer is unable to continue the duties of elected or appointed office, the vacancy shall be filled by the Executive Board.

Section 4. Appointments shall be made by the President with the approval of the Executive Board.

ARTICLE X

TERM OF OFFICE

Section 1. The terms of office shall be for a period of two years, all positions to run concurrent with the term of the President.

ARTICLE XI

MEETINGS

Section 1. General membership monthly meetings shall be held at a place and time designated by the Executive Board. Special meetings may be called by the Executive Board.

Section 2. The Executive Board shall meet monthly, at a date, time and place designated by the President.

Section 3. The Advisory committee shall meet as deemed necessary by the President to accomplish the work of the organization.

Section 4. Any appointed special committees shall meet as necessary to accomplish the work of the organization.

ARTICLE XII

QUORUM

Section 1. Members present at a general meeting shall constitute a quorum providing a written notice of the meeting had been given.

ARTICLE XIII

AMENDMENTS

Section 1. PRW bylaws may be amended at any regularly scheduled membership meeting by a two-thirds vote of a quorum as defined in article XII, Section 1, provided that previous notice has been given.

ARTICLE XIV

DISPOSITION OF ASSETS

Section 1. Upon dissolution of PRW, after payment of all debts and obligations of the organization, any remaining assets shall be donated to the State Republican Party.

ARTICLE XV

PROCEDURE

Section 1. Parliamentary authority is Roberts Rules of Order, Newly Revised.

Section 2. The order of business shall be as follows:

- a. Call to order.
- b. Business.
- c. Congressional Reports
- d. Program of the day.
- e. Adjournment.

Revised and Approved by the Executive Board, July 2011.

Submitted to the membership for approval, September 2011.