

Wimberley Area Republicans

WAR BY-LAWS

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Wimberley Area Republicans

By-Laws

Article I - Name

The name of this organization shall be the Wimberley Area Republicans hereinafter referred to as WAR. The use of the WAR name, acronym, and logo is reserved for the sole purpose and use of the Wimberley Area Republicans Organization.

Article II - Meetings

Meetings will be conducted according to the current edition of *Robert's Rules of Order, Newly Revised*, and shall be parliamentary authority governing all meetings of WAR. Electronic meetings, if necessary, will be recognized as official.

- A. Board of Directors' meetings shall be held monthly the 2nd Tuesday of each month at 3:00pm, unless otherwise set by the President.
- B. Membership meetings shall be held the 3rd Sunday of each month @ 5:30pm at the VFW Post on Jacob's Well Road unless otherwise notified.

Article III - Objectives

Work for election of Republican nominees

Influence public policy in Hays County and the State of Texas @ the grass roots level.

Promote an informed independent, conservative organization.

Educate and foster an independent conservative viewpoint in

Republican membership and Candidates.

Article IV - Policies

- A. **Candidate Endorsement:** The WAR shall not publicly endorse any candidate for public office in contested Republican Primaries, runoff elections and special elections and/or non-partisan elections when more than one Republican is in the race.
- B. **Working for a Candidate:** Individual members of WAR may work for any candidate of their choice in contested Republican primaries but may not use their affiliation with the WAR in support of those candidates.
- C. **Candidate Endorsement Exemptions:** This pertains only to contests between Republican candidates for public office. If a member of the War is a candidate, or their

spouse is a candidate, he or she may not use their affiliation with the WAR in any endorsements.

- D. Public Statements and Resolutions:** The WAR Board members shall not issue statements or pass resolutions on issues in the name of the organization without a majority vote of the Board members present at a BOD meeting.
- E. Lobbying:** There shall be no lobbying with legislators using the name of WAR without the express permission of a majority vote of the Board members present at a BOD meeting.
- F. Fiscal Year:** The financial year of this organization shall be based on the calendar year January 1 through December 31.

Article V - Membership Eligibility

- A. Anyone who believes in the philosophy of conservative values and supports Republican candidates may be eligible for membership. The WAR Board reserves the right to refuse membership to anyone.
- B. Membership dues are payable annually and must be current to vote.
- C. To vote in the election of officers a member must have attended at least one meeting prior to the voting meeting.

Article VI - Dues

- A. The WAR Board of Directors shall set annual dues rates.
- B. Dues shall be payable on December 1 and become delinquent on January 15 of each year.

Article VII - Officers

- A. Officers:** The President, Vice-President, Sergeant -at-Arms, Secretary, and Treasurer shall be elected by a majority of the members present at a regular membership meeting. The Past President is not an elected board position but may be asked to serve in an advisory position for a period of up to one year following their expired term. All officers and Board members should be available for meetings and may be asked, at the discretion of the Board, to resign after 2 consecutive absences. All Board positions are

subject to the direction of the Board, by official motion and vote of the majority. Officers will have one vote each on all matters before the Board. Any tie votes of the Board will be broken by the vote of the President.

B. Removal of Officers: The body that selected the director for the board is the body that has the right to remove. Officers elected by the membership require a 2/3 vote of the members present at a regular meeting to remove. Appointments by the BOD require a majority vote of the members present at a board meeting for removal. If removal is warranted the individual will no longer be eligible to hold a BOD position.

C. Nepotism: Family members to the 2nd degree of consanguinity or individuals in a personal relationship may not serve on the BOD at the same time.

D. Term of Office: The term of office shall be for two years, staggered, President, Secretary, and Sergeant-at-Arms shall be elected in the odd years and Vice-President and Treasurer shall be elected in the even years. An elected officer may serve only one consecutive term. If appointed by the board to fill a vacancy the officer will serve the unexpired term of the vacancy and may seek election of the Position for one consecutive term. Officer resignations must be submitted in writing to the President. The President will notify the Board within 5 days of submission. President may submit a name for vacancy replacement and ask for Board acceptance.

E. Duties of Officers: (5)

President:

- 1) Preside over all WAR membership and BOD meetings.
- 2) Appoint committee chairs with the majority approval of the Board.
- 3) Sign checks in an emergency if the Treasurer is unable to do so.
- 4) Be responsible for agendas.
- 5) Secure location for meetings.
- 6) May serve as ex-officio member of committees.
- 7) Appoint vacancies with the majority approval of the Board.

Vice-President:

- 1) To perform the duties of the President whenever President is absent or otherwise unable to serve.
- 2) Act as President upon a vacancy until a special election is called before the membership to elect a new President.

Sergeant-at-Arms:

- 1) Maintain security, order, and decorum at all meetings.

Secretary:

- 1) Maintain a record of all WAR membership and Board meetings.
- 2) Prepare approved WAR correspondence and distribute electronically as directed by the Board.
- 3) Serve as custodian of the permanent records and manage email/mail for WAR

Treasurer:

- 1) Receive and be custodian of all WAR funds; record and deposit all monies received and pay all bills in a timely manner.
- 2) Submit a monthly P&L report to the BOD and a quarterly report to the membership.
- 3) Prepare annual membership statements of dues.
- 4) Secure a second signature on any checks over \$500.
- 5) Submit annual financials and file all reports required of a GPAC.

Article VIII - WAR Board of Directors (BOD)

The WAR Board of Directors shall consist of a maximum of 10 members inclusive of the officers. All Board members will have one vote each. Their responsibilities will include, but not limited to:

- A. transacting necessary business between meetings
- B. these meetings may be electronic and considered official Board meetings.
- C. make policy recommendations to the members.
- D. serve as advisors to the WAR President and direct disbursements of funds.
- E. approve vacancy appointments.

F. Serve in such capacity as described under A. Duties of at-large Board members.
Quorum: A quorum of the WAR Board of Directors shall have a majority of the Board members present no later than 10 minutes after the scheduled start time. If no quorum is present, no business shall be conducted and must be adjourned.

A. Duties of At-Large Board Members: (5)

Parliamentarian

- 1) Be knowledgeable of the current *Roberts Rules of Order, Newly Revised*.
- 2) Provide effective meeting management.
- 3) Advise President, Board members, and committee chairs as needed during meetings.
- 4) Make sure all Bylaws are followed.
- 5) Be custodian of current Bylaws and edit any changes.

Membership Chair

- 1) Serve as ex-officio of the membership committee and be responsible for recruiting and signing new members.
- 2) Get applications and dues receipts to the Treasurer in a timely manner.
- 3) Retain accurate records for the term of office.
- 4) Report Periodically to the Board.

Program Chair:

- 1) Serve as ex-officio of the program committee and be responsible for setting up speakers and programs for the WAR membership meetings.
- 2) Report Periodically to the Board.

Web Administrator:

- 1) Update and maintain website, adding features as needed and keeping current information posted.
- 2) Report Periodically to the Board.

Hospitality Chair:

- 1) Plan for refreshments at all meetings and events as decided by the Board and budget.
- 2) Ex-officio to a committee responsible for purchasing, planning, and serving.
- 3) Report Periodically to the Board.

B. Delivery of Records: Within 30 days of retirement, removal, or succession all records, files, and contact information in the possession of Officers, Board members, and Committee Chairs will remain the property of WAR and shall be returned to the current President.

Article IX - Nominations and Elections

- 1. Eligibility for Office:** Only registered voters in Wimberley Independent School District (WISD) boundaries are eligible to hold a position as a Board member, officer of the Board or committee member for WAR.
- 2. Nominations:** The nominations for officers shall be conducted during the September membership meeting. Nominations may be made in writing to the President or from the floor with the agreement of the person nominated.
- 3. Elections:** Elections of the WAR Board and officers shall be held during the October membership meeting and take office January 1. Newly elected officers or Board members may observe meetings, without voting rights, until sworn in.

Article X - Amendments

These Bylaws may be amended by (2/3) two-thirds vote of the membership present (per Article V of this document) at any regular WAR membership meeting, provided notice of the proposed amendment has been given in writing, to the membership at least thirty (30) days prior to the meeting or if notice of the proposed amendment has been submitted in writing at the previous regular meeting. Any of the membership may submit amendments to the President in writing prior to the presentation.

Article XI - Dissolution

The WAR may be dissolved by a two-thirds (2/3) vote of the membership present (per Article V of this document) at any regular WAR membership meeting if notice of dissolution has been submitted in writing at the previous meeting and/or notification has been sent to all membership of WAR thirty (30) days in advance. In the event of dissolution, the WAR Board shall, after payment of all liabilities, distribute any remaining assets to the Hays County Republican Party. None of the assets shall be distributed to any member or officer of the organization.

Voted to Accept by the BOD this 5th day of May, 2023.

Adopted by the Membership this 16th day of July, 2023.