

# SAN FERNANDO VALLEY REPUBLICAN CLUB

## BYLAWS

(As Amended January, 2008 and December, 2010)



**Bylaws  
of  
The San Fernando Valley Republican Club**

**Article I. Name of the Organization**

The name of this Organization shall be the San Fernando Valley Republican Club (the "Organization").

**Article II. Mission and Purpose**

The Mission and Purpose of the San Fernando Valley Republican Club is to promote and support the Republican Party, its ideals and principles; to support Republican candidates in the San Fernando Valley and in the Greater Los Angeles area, as well as State and Federal Republican candidates and to promote and support the conservative values of the American free-enterprise system, limited government, individual freedom, Judeo-Christian traditional values, and a strong national defense through grass-roots political activism, public education, and community outreach. The San Fernando Valley Republican Club serves the entire San Fernando Valley, and surrounding communities.

**Article III. Membership**

Section A. Any registered Republican may join the San Fernando Valley Republican Club as a member provided he/she accepts the Mission and Purpose of the Organization and pays current dues, the amount of which will be determined annually by the Board of Directors.

Section B. All members of the San Fernando Valley Republican Club shall be welcome and encouraged to attend meetings of the Organization, participate in volunteer activities intended to advance the Mission and Purpose of the Organization, and engage fully in deliberations of the Organization. Members may recommend to the Nominating Committee names of individuals as candidates for elected offices. Members may vote in the elections of Officers.

- Section C. The policies and purposes of the San Fernando Valley Republican Club, as determined by the Board of Directors from time to time, shall be binding on all members and Officers. All members are encouraged to participate in the development of policies and purposes for the Organization. No member may act as an agent of the San Fernando Valley Republican Club without the approval of the Board of Directors.
- Section D. A member may be removed from membership by the Board of Directors. If a member causes disruption to the activities of the Organization; fails to pay the annual dues, if any; does not further the Mission and Purposes of the Organization; undermines the intent of the Board of Directors or otherwise interferes with the operation of the Organization, at the sole discretion of the Board of Directors, such member will be asked to resign his membership and will be returned his dues for the current fiscal year, if paid.

#### **Article IV. The Board of Directors**

- Section A. The Board of Directors shall consist of seven members, five of whom shall be Officers (i.e., President, Vice-President, Secretary, Treasurer, and Immediate Past President), two of which shall be committee chairs, i.e.: Public Relations Committee and Political Activism Committee. The Board of Directors shall have and exercise all powers necessary to develop policies for the Organization as pertains to non-profit organizations. No member of the Board of Directors shall receive compensation in connection with his/her work for the San Fernando Valley Republican Club.
- Section B. Four Board of Directors members, who shall serve as Officers will be elected every two years, as provided in Section A of Article VII.
- Section C. If it becomes necessary to remove an Officer or Board of Directors member, the president shall make every effort to resolve the issue. If unsuccessful, a majority vote of the Board of Directors shall be required to remove that Officer or Board of Directors member. Absences of Board of Directors members must be communicated, prior to the meeting, in writing, by e-mail or by telephone to the president. Three consecutive unexcused absences of an Officer or Board of Directors member from

Board of Directors and general meetings shall constitute grounds for removal of that Officer or Board of Directors member.

Section D. Board of Directors members may not run for any elective office, nor hold any elected public office, other than an office within the Republican Party or other Republican grassroots organization, during their term of office.

Section E. Newly elected Officers shall take office at the first general meeting of the Organization in each odd-numbered year.

Section F. The Executive Committee of the Board of Directors shall consist of any five members of the Board of Directors and can exercise the authority of the Board of Directors between times when the Board of Directors does not meet or in an emergency situation. Executive Committee Meetings can occur telephonically in an emergency. The Executive Committee must report any action taken at the next Board of Directors Meeting.

Section G. The Nominating Committee shall recommend candidates for the four elected Officers of the Board of Directors. Any Board of Directors vacancy or unexpired term of a Board of Directors member or Officer who resigns may be filled with Board of Directors approval.

## **Article V. Duties of the Officers**

### **President**

The President shall preside at all meetings of the Organization; General, Board of Directors and the Executive Committee and shall be an ex-officio member of all committees except the Nominating Committee. The President shall compile agendas for Board of Directors and General Meetings, delegate additional duties to Board of Directors Members, provide direction for ongoing projects, and serve as official spokesperson for the Organization.

### **Vice President**

The Vice President shall conduct meetings in the absence of the President and perform other duties as assigned by the President. The Vice-President will be an ex-officio member of all committees and sub-committees of the Organization. In the event of the inability of the President to perform his duties, the Vice

President shall be elevated to the office of President and will perform the duties of the President for the unexpired term.

### **Secretary**

The Secretary shall record minutes for all Board of Directors and General Meetings, prepare reports for all Board of Directors and General Meetings, and maintain a Minutes Book for the Organization.

### **Treasurer**

The Treasurer shall receive and deposit all monies in the name of the San Fernando Valley Republican Club in a checking account at a local bank. The Treasurer may issue checks for recurring routine payments, as listed in the budget, without reference to the Board of Directors. Disbursements in excess of two hundred dollars shall require an additional approved signature: i.e., President, Vice President, or Secretary. The Treasurer shall maintain financial records, prepare reports for Board of Directors and General Meetings, prepare the budget in conjunction with the President, and complete reports to state and federal tax and governmental agencies.

### **Immediate Past-President**

The Immediate Past-President shall assist in providing continuity between administrations and offer counsel and support to the Board of Directors. He/she shall perform other duties as assigned by the President.

## **Article VI. Committees**

### **Section A. Standing Committees of the San Fernando Valley Republican Club:**

1) Political Activism Committee. Sub-committees of the Political Activism Committee are: Political Campaign Sub-Committee, Voter Registration Campaign Sub-Committee, Military Support Sub-Committee, High School and College Republican Club Sub-Committee, Conservative Issues Sub-Committee and Youth Group and Boy Scouts Sub-Committee. The Chairman of the Political Activism Committee shall be responsible for the appointment of members to the Sub-committees and for the appointment of Chairmen of the Sub-committees.

2) Public Relations Committee. Sub-committees of the Public Relations Committee are: Media Sub-Committee, Speakers Bureau Sub-Committee, Membership Sub-Committee and Legislative Sub-Committee. The Chairman of the Public Relations Committee shall be responsible for the appointment of members of the Sub-committees and for the appointment of Chairmen of the Sub-committees.

3) The Standing Committee Chairmen shall have the power to create Sub-committees, either permanent or temporary, as they deem necessary from time to time. The Standing Committee Chairmen will have the power to terminate any Sub-committees, as they deem necessary from time to time. The Standing Committee Chairmen shall be appointed by the Board of Directors at their first meeting following the bi-annual elections in December of each even-numbered year.

#### Section B. Duties of the Committees:

##### Political Activism Committee

The Political Activism Committee is currently composed of the following Sub-Committees whose duties are as follows:

##### Political Campaign Sub-Committee:

The duties include forming telephone banks, precinct canvassing, campaign sign and brochure distribution, other activities in support of political candidates.

##### Voter Registration Sub-Committee:

The duties include the manning of voter registration desks at new citizen swearing-in ceremonies, public events, shopping malls and other locations.

##### Military Support Sub-Committee:

The duties include coordinating sending of gifts and letters to U.S. Military Forces abroad, organizing or participating in rallies in support of our troops, attending events in honor of or in support of the military.

##### High School and College Republican Club Sub-Committee:

The duties include the involvement of local High School and College Republican clubs in activities of the San Fernando Valley Republican Club and providing support for the activities of local High School and College Republican Clubs.

Conservative Issues Sub-Committee:

The duties include the organization of grass-roots campaigns in support of conservative issues and American values.

Youth Group and Boy Scouts Sub-Committee:

The duties include the support of local youth groups and Boy Scout Troops.

Public Relations Committee

The Public Relations Committee is composed of the following Sub-Committees whose duties are as follows:

Media Sub-Committee:

The duties include the organization of Letter to the Editor campaigns to local and national print media, or to other media; the distribution to the media of press releases and other information relating to the activities of the San Fernando Valley Republican Club.

Speakers Bureau Sub-Committee:

The duties include the of a speakers bureau to provide speakers to speak at community organizations on issues or candidates being supported by the San Fernando Valley Republican Club, or to speak on conservative or Republican issues.

Legislative Sub-Committee:

The duties include the organization of lobbying campaigns at local or State levels on issues of concern to the San Fernando Valley Republican Club; setting up legislative watches at the Federal, State, County and city level on pending legislation that is of concern, and informing the group of the progress of such legislation; arranging for representation of the San Fernando Valley Republican Club at State and County Republican Party events and meetings, and setting up liaison with the State and County Republican Parties.

Section C. Nominating Committee:

There shall be a Nominating Committee appointed by the President and approved by the Board of Directors which shall consist of three members: one member from the Board of Directors and two members from the general membership. The Nominating Committee shall serve for two years. The Nominating Committee shall prepare a slate

of candidates for elected offices to be presented to the general membership at the November general meeting of each even-numbered year.

The slate of candidates shall be presented to the Board of Directors by the Nominating Committee at the Board of Directors meeting immediately preceding the November general meeting of each even-numbered year. Notice of the slate of candidates shall also be posted on the Organization's website and distributed to members by e-mail on or within three days after the date of the November general meeting of each even-numbered year. The Nominating Committee shall also submit candidates to fill vacancies for unexpired terms in the event of the resignation or removal of an Officer or Board of Directors member.

### **Article VII. Elections**

Section A. Elections shall be held at the December general meeting of each even-numbered year. Officers shall be elected by majority vote of members present. A written ballot shall be prepared if there is more than one candidate for any office.

Section B. Additional nominations from the floor at the December general meeting of each even-numbered year are in order provided the nominees are present or have given their consent in writing.

### **Article VIII. Meetings**

Section A. Meetings shall be held on a monthly basis. The business of the December meeting of each even-numbered year shall include the election of Officers. The business of the January meeting of each odd-numbered year shall be the recognition of outgoing Officers and installation of incoming Officers. Special meetings may be held at the discretion of the Board of Directors.

Section B. The Board of Directors shall generally meet once each month prior to the general meeting.

Section C. The quorum for the general membership shall be fifteen percent of the membership. The quorum for the Board of Directors and Executive Committee shall be a majority.



## **Article IX. Fiscal Management**

Section A. The fiscal year shall be from January 1 to December 31.

Section B. All assets, property and other items of value shall be held in the name of the San Fernando Valley Republican Club and no member of the Board of Directors shall have title to any part of such property.

Section C. Books, records, receipts, minutes shall be kept in the homes of the secretary and treasurer and should be made available for inspection by any member of the Organization.

Section D. The Board of Directors shall approve the bank at which the Treasurer sets up the San Fernando Valley Republican Club account.

Section E. A budget shall be developed by the Treasurer and President and approved by the Board of Directors. Items in the budget do not require additional approval. Unspecified items must require Board of Directors approval.

Section F. Annual dues, if any, are set by the Board of Directors. Renewal Notices shall be sent to all members prior to the first general membership meeting of the fiscal year.

Section G. Annual dues paid on or before September 30<sup>th</sup> during a fiscal year shall cover membership for that same fiscal year only. Dues paid on or after October 1<sup>st</sup> during a fiscal year shall cover membership for that same fiscal year as well as for the immediate following fiscal year.

## **Article X. Endorsement of Candidate and Propositions**

Endorsements by the Organization of local candidates for public office or propositions may be made only by a two-thirds vote of the Board of Directors, subject to a majority vote of the Membership present at the next regularly scheduled meeting. The Organization can only endorse one candidate for a particular office. In accordance with the rules of the California Republican Party, the Organization can not endorse any Republican candidate in a primary election if there is more than one Republican candidate running.

## **Article XI. Dissolution**

Any property, monies or other items of value belonging to this Organization or hereafter acquired are and shall be irrevocably dedicated to the herein described purposes and no individual shall be entitled at any time, including dissolution, to receive any benefits from the property or accounts of the Organization. In the event of dissolution or the impossibility of performing the purposes herein described, the assets will be distributed to the Los Angeles County Republican Party or the California Republican Party.

## **Article XII. Amendments**

The bylaws may be amended at any general meeting of the Organization by a quorum of members present, provided that the proposed amendment is available and published on the Organization website and distributed to the membership by e-mail at least two weeks prior to the meeting. The Board of Directors may approve amendments, changes, etc, subject to ratification of the membership at the next general meeting.

## **Article XIII. Parliamentary Authority**

Robert's Rules of Order, Revised, shall serve as parliamentary authority for all matters of procedure not specifically covered by the By-Laws of the Organization.

Approved by the Members, February 1, 2005

Amended by the Members, January 9, 2008

Amended by the Members, December 2010