

## **Mahwah Republican Club**

@MahwahGOP · Political Organization

### **BYLAWS of the MAHWAH REPUBLICAN CLUB**

#### **ARTICLE I: Name**

This Club shall be known as the **Mahwah Republican Club**.

#### **ARTICLE II: Purpose**

The purposes for which this Club was founded are:

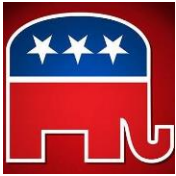
- (a) To unite the members of this community in a concerted endeavor, to the best of their ability, to preserve, protect and defend the Constitution of the United States and to support the Constitution of the State of New Jersey; and
- (b) To promote and maintain the best interests of the Republican Party, specifically in the Township of Mahwah, the 39<sup>th</sup> Legislative, and 5<sup>th</sup> Congressional Districts of New Jersey and the state of New Jersey, as constituted by law; and
- (c) To provide a meeting place for members and their guests and friends, who desire to participate in united endeavors to fulfill the purposes of this Club; and
- (d) To promote, conduct or participate in such activities and affairs in the community as shall be of assistance in fulfilling the purposes of this Club; and
- (e) To perform all functions herein before mentioned without pecuniary profit other than such as may be obtained for the purpose of using such profits to further the purposes of this Club, the Republican party or the Township of Mahwah.

#### **ARTICLE III: Membership**

Section 1. Qualifications: Any citizen of the United States over 18 years of age who maintains residency in Mahwah, NJ, and has a general preference for, and sympathy with, the principles of the Republican Party and a desire to promote the purposes of this Club as set forth in Article II above, shall be eligible for membership in the Club.

Section 2. All qualified applicants deemed to be of good character and to be of benefit to the advancement of the purposes of the Club shall be admitted upon the submission of a completed membership application and payment of dues and such other fees that may be set by the Executive Committee.

Section 3. Members admitted on the date of or within thirty days prior to the annual meeting or a general meeting of the Club shall be ineligible to vote at said meeting.



## **Mahwah Republican Club**

@MahwahGOP · Political Organization

Section 4. Levels and privileges: there shall be various levels of membership as determined by the Executive Committee. Members in “good standing” are those who are current in paying their membership dues and all other fees and debt owed to the Club, provided, however, that no person who has been suspended, expelled, censured, removed, or excluded from the Club by a vote of the Executive Committee shall be deemed a member in good standing. Every member in good standing shall have such privileges of membership in the Club or to be elected to an office of the Club as determined by the Executive Committee.

Section 5. Annual dues shall be payable on a schedule and in the amounts determined by the Executive Committee.

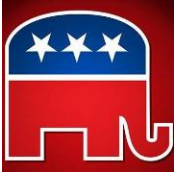
### **ARTICLE IV: Elected Officers**

Section 1. The elected officers of this Club shall be a President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer.

Section 2. Qualifications: All officers must be a current member of the Executive Committee and qualified for reelection.

Section 3. Duties: the duties of the officers of the Club shall be as follows:

- (a) **President**. The President shall be the chief executive and administrative officer of the Club and shall preside at all general meetings of the Club and shall perform all the duties pertaining to that office. The President shall be elected at the annual meeting of the Club and may serve no more than two one-year terms consecutively. The President may appoint an Executive Vice President with such duties and responsibilities as the President determines. The Executive Vice President will be a voting member of the Executive Committee.
- (b) **Vice President**. The Vice President shall perform all the duties of the President in the President's absence, or in the event that the membership shall determine that the President is unable to perform his duties for any reason. Shall be responsible for programs at the Regular Meeting as desired.
- (c) **Recording Secretary**. The Recording Secretary shall keep accurate and complete minutes of the meetings of the Club and of the Executive Committee; shall keep exact attendance records by roll call of all members at all club meetings and Executive Committee Meetings; and determine at each meeting whether a quorum is present.
- (d) **Corresponding Secretary**. The Corresponding Secretary shall maintain an up-to-date record of all members and shall send all club meeting notices.



## **Mahwah Republican Club**

@MahwahGOP · Political Organization

- (e) **Trustees.** The Trustees shall attend meetings of the Executive Committee and provide guidance, advice and assistance regarding the operation and administration of the club.
- (f) **Treasurer.** The Treasurer shall have the care and custody of all funds of the Club and shall disperse the same when and as directed by the Executive Committee and shall have such other duties as shall be assigned by the Executive Committee. The Treasurer shall deposit the Club funds in such depository as the Executive Committee may designate. He shall keep in books provided for that purpose, accounts showing all receipts and disbursements, which books shall be open to the inspection of the Executive Committee. He or she shall render an account of all his transactions and of the financial condition of the Club whenever requested by the Executive Committee and shall make a full report at the annual meeting of the Club of the financial condition of the Club and of the receipts and disbursements of the past year, with such suggestions as to the financial management of the Club as he may deem proper. The Treasurer shall be elected at the annual meeting of the Club for a term of two years.

Section 4. Vacancies. If for any reason a vacancy shall occur in any office other than the Presidency, the President shall appoint a member of the club to fill that vacancy for the unexpired term of the vacant office. A vacancy in the Presidency shall be filled by the Vice President. If for any reason there is a failure to elect a new officer or officers at the January meeting, the incumbent officer shall remain in office until such time that an election is held.

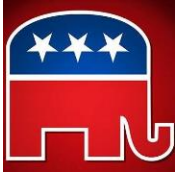
### **ARTICLE V: Executive Committee**

Section 1. The general affairs of the Club shall be managed by a board of directors to be known as the Executive Committee, which shall consist of a total of not more than 9 members. All officers of the Club shall be members of the Executive Committee, and the remaining members of the Executive Committee shall be elected at the annual meeting for a term of one year. Club members must be a registered Republican who currently lives and votes in the Township of Mahwah; and must be in "good standing" at the time of the election.

Section 2. The Executive Committee shall exercise a general superintendence over the internal affairs of the Club, control and manage its by-laws, and enforce the preservation of order and obedience to its rules. All general appropriations of the funds of the Club, shall be made by or at the direction of the Executive Committee.

Section 3. The President of the Club shall call an Executive Committee meeting at least once in each calendar month, unless directed by a vote of the Executive Committee. In the absence of the President, the meeting shall be called and presided over by the Vice President.

Section 4. At least three days notice of all regular meetings of the Executive Committee shall be given to each member thereof by mail or electronic format, but special meetings may be held on notice of no less than two days if notice of the business to be transacted thereat shall be given, in which event only business of which notice shall have been so given may be transacted in any such meetings.



## **Mahwah Republican Club**

@MahwahGOP · Political Organization

Section 5. A simple majority of members of the Executive Committee shall constitute a quorum for the transaction of business. Unless a quorum call is requested, a quorum will be assumed to be present at fifteen minutes after the scheduled start of the meeting.

Section 6. Any vacancy occasioned by the death, resignation or removal of an officer, or member of the Executive Committee may be filled by the Executive Committee.

Section 7. It is expected that Executive Committee Members make every effort to attend all Club and Executive Committee meetings. Absent executive committee members will be noted in the meeting minutes and Executive Committee attendance percentages will be reported when executive committee members stand for re-election (e.g., Frank attended 95% of scheduled meetings this year). It will be deemed an attendance problem if one or more of the following occur:

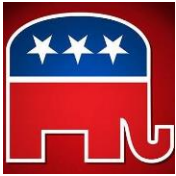
- (a) The executive committee member has two un-notified absences in a row (“un-notified” means the member did not call ahead to a reasonable contact in the organization before the upcoming meeting to indicate they would be absent from the upcoming meeting).
- (b) The executive committee member has three notified absences in a row.
- (c) The executive committee member misses one third of the total number of Committee meetings in a twelve-month period.

If an attendance problem exists regarding a member of the Executive Committee the President will promptly contact the member to discuss the problem. The committee member’s response will promptly be shared by the President with the Executive Committee at the next committee meeting. The committee members will decide what actions to take regarding the committee member’s future inclusion on the Executive Committee. If the Executive Committee decides, they may vote to remove the problem committee member(s) from the executive committee following the rules set forth in article VIII and the committee will promptly initiate a process to appoint new committee member following the rules set forth in article IV section 4.

### **ARTICLE VI: Committees**

Section 1. Standing Committees. There shall be the following standing committees appointed by the President no later than at the first Regular Meeting following the January Meeting:

- (a) Finance Committee. The Finance Committee shall formulate and plan ways and means of producing revenues for the club.
- (b) Membership Committee. The Membership Committee shall promote and increase membership in the club and perform those duties designated in Article III.
- (c) Parliamentary Committee. The Parliamentary Committee shall consist of three members only, whose duties shall be as follows:



## **Mahwah Republican Club**

@MahwahGOP · Political Organization

- i. Be thoroughly familiar with these By-Laws and have a copy thereof at all Regular and Special Meetings.
  - ii. Upon request, interpret the portion of these By-Laws and or parliamentary procedure then in question.
  - iii. Shall act on any amendments proposed by the membership.
  - iv. Shall review By-Laws every two years.
- (d) Social Committee. The Social Committee shall have general charge of planning social functions of the club.
- (e) Program Planning Committee. The Program Planning Committee shall assist the Vice President in planning programs for club meetings.
- (f) Publicity Committee. The Publicity Committee shall prepare, promote, and proclaim such information concerning the club, its members, candidates, or activities as shall further the interest of the club. If requested, the Publicity Committee shall cooperate with any other committee of the club.
- (g) Refreshment Committee. The Refreshment Committee shall provide refreshments at Regular and Special Meetings.

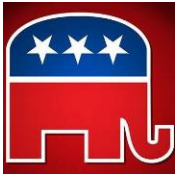
Section 2. The President of the Club shall have the power to appoint from the membership of the Club such standing committees as shall from time to time be deemed advisable to further the best interests of the Club. The chairman of each such standing committee shall be appointed by the President so far as possible from the members of the Executive Committee.

Section 3. Each chairperson of a standing committee shall be responsible for holding regular meetings of such committee and shall report the activities of said committee to the Executive Committee at its regular meetings. The same provision shall apply to the absence of members of a standing committee from said committee meetings as applies to the absence of members of the Executive Committee from Executive Committee meetings

Section 4. The accounts of the Club shall be audited either by an accountant or by an audit committee to be appointed by the Executive Committee, as from time to time determined by the Executive Committee.

### **ARTICLE VII: Meetings**

Section 1. The annual meeting of the Club for the election of officers, members of the Executive Committee, shall be held on a date in January to be designated by the President. Attendance at such meeting shall be limited to members in good standing, unless a person is previously invited to attend by the President of the Executive Committee.



## **Mahwah Republican Club**

@MahwahGOP · Political Organization

Section 2. Regular general meetings may be set by the President for the purpose of reporting to the membership and the conducting of general Club business.

Section 3. A simple majority of members shall constitute a quorum for the transaction of business. If no quorum is present, the presiding officer may adjourn the meeting to any other day within one week, with the same effect as if held as above.

Section 4. A special meeting of the Executive Committee shall be held whenever a call is made by the President, who shall make to the Secretary, a written request for the same, specifying the object of the meeting. No other business other than that specified in the notice shall be transacted at a special meeting.

Section 5. Notices of each annual, regular general, or special meeting shall be announced by mail or electronic format to each member, at least five days before the date of meeting.

### **ARTICLE VIII: Expulsion and Discipline**

Section 1. Any Club member may be suspended or expelled for cause by a two-thirds majority of the members of the Executive Committee present and voting at a meeting in which a quorum is present, and two week's previous notice in writing or in electronic form having been given to the member with a copy of the charge(s) preferred against him.

Section 2. Any officer, or other member of the Executive Committee may be removed from office for cause at any meeting of the Executive Committee by like vote, and upon like notice. Such removal, in order to take effect, must first be ratified by a vote of three-quarters of the members of the Executive Committee present and voting at a meeting in which a quorum is present (which may be the same meeting referred to in the preceding sentence) or by a majority of the members of the Committee in good standing present and voting at a meeting for which at least 10 days advance notice has been given.

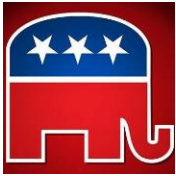
Section 3. Any member may be censured by a majority vote of the members of the Executive Committee present and voting at a meeting at which a quorum is present upon two week's previous notice in writing having been submitted to the member with a copy of the charge(s) preferred against him. The Executive Committee may vote to modify or rescind a previous censure of a member on such conditions as the Executive Committee deems appropriate if such censure is no longer necessary or appropriate.

### **ARTICLE IX: Amendments**

These By-Laws may be amended by a vote of two-thirds of the Executive Committee, provided the proposed amendment has been sent to the committee members at least five days before such meeting.

### **ARTICLE X: Resolutions**

Section 1. Any resolution affecting either pending or proposed legislation, City, State or National, or affecting vital public question, including the candidacies of persons for public office, may be offered



## **Mahwah Republican Club**

@MahwahGOP · Political Organization

without notice on the floor at any regular meeting of the Committee. However, a resolution so offered must be passed by two-thirds majority of those members voting thereon.

Section 2. A resolution as described in Section 1 above may be submitted to a meeting of the Executive committee by its inclusion in the notice of such meeting. A resolution to be adopted by the Executive Committee must be approved by a two-thirds vote of the members present at such meeting. The Committee at a regular general meeting or special meeting of the Committee may approve a resolution not adopted by the Executive Committee.

Section 3. If prior to seven days before the date of any annual, regular general or special meeting of the club, the Secretary receives a resolution in writing signed by 15 members to be acted on at a meeting, or the Executive Committee resolves to place a resolution on the agenda of a meeting of the club, the Secretary must include notice of such resolution by setting forth the text or substance thereof in the notice of such meeting. Any resolution included in the notice of a meeting, and any germane amendment thereto, may be adopted by a majority of those voting thereon at such meeting.

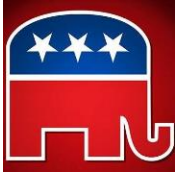
### **ARTICLE XI: Nominations and Elections**

Section 1. Nominating Committee. The committee shall consist of seven members. The members shall be the President, Vice President, Treasurer, and other members of the Executive Committee with two being appointed by the President, one appointed by the Vice President and one appointed by Treasurer.

Section 2. The committee shall create a schedule for the nominating and election process, subject to approval by the Executive Committee. The Club shall nominate candidates for the elected positions of Club Officers and Executive Committee members. The Club may adopt committee by-laws as necessary for the nominating process. Club members to be considered for office by the Nominating Committee are as follows:

- (a) Club members of the committees own choosing,
- (b) Club members recommended by Executive Committee members,
- (c) Club members asking the committee to be nominated for office.

Section 3. The Club may nominate more than one candidate for any elected position. The committee shall have an open interview period of no more than thirty days for any member asking the committee to be nominated for office. Upon nominating candidates, the committee shall cause the list to be conspicuously disseminated to the Club within two days of the committee's nominating process being completed. Any member who was not nominated has seven days from the date of the posting to inform the Chairperson of the Nominating Committee of their intention to pursue a nomination by petition. Having done so, the said candidate will have ten days to petition and collect signatures of the smaller of (a) 20 club members in good standing, or (b) twenty-five percent (25%) of all Club existing members in good standing at the beginning of said seven days. If the signatures all qualify as valid, the candidate will be placed on the ballot. Upon validation of the petition by the Nominating Committee, the committee shall



## **Mahwah Republican Club**

@MahwahGOP · Political Organization

cause the full and final list of candidates to be distributed to the Club members via electronic format. For the purpose of conducting the nominating process efficiently, the Executive Committee may determine, by majority vote, either prospectively or retroactively, to adjust any deadlines or time frames set forth in this Section 3.

Section 4. Elections. The election of all Club Officers and Executive Committee members will occur at the annual meeting. If the election has more than one member for each elected position it will be considered a contested election and the vote will be a secret ballot. If there is no opposition, a voice vote will take the place of secret ballot. Majority elects all positions. The Club Members shall cast their ballots at the annual meeting upon the names so nominated either in person.

### **ARTICLE XII: Meeting Locations**

Section 1: Until further notice, all Mahwah Republican Club meeting will take place via “Zoom”, or other agreed upon real time, electronic format. In-person meetings - when appropriate - will take place at a location and venue which will be easily accessible and may change from time to time. Notice of meeting place and time will be made via email, social media posts or other agreed upon electronic format.