

COLORADO FEDERATION OF REPUBLICAN WOMEN BYLAWS

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COLORADO FEDERATION OF REPUBLICAN WOMEN BYLAWS

ARTICLE I – NAME

The name of this organization shall be the Colorado Federation of Republican Women, hereinafter known as CFRW, an affiliate of the National Federation of Republican Women, hereinafter known as NFRW.

ARTICLE II – OBJECTIVES

The objectives of CFRW shall be:

- A. To foster and encourage loyalty to the Republican Party and to the principles for which it stands,
- B. To promote an informed membership and electorate through political education and activity,
- C. To increase the effectiveness of women in the cause of good government through political involvement,
- D. To facilitate cooperation among the CFRW, the NFRW, the Republican Women Clubs and the Republican Party organization,
- E. To work for the election of Republican Party nominees,
- F. To assure the neutrality of CFRW. The CFRW President and club presidents shall not support nor oppose any candidate in a Republican Primary or intra-party race.
- G. Provide for the removal of membership for any member, or local club that advocates a split party ticket or supports a candidate running on an opposition ticket.

ARTICLE III – EXECUTIVE COMMITTEE

3.1 MEMBERSHIP

A. Voting Membership shall be:

1. CFRW Elected Officers
2. District Directors
3. Members at Large
4. Immediate Past President

B. Non-Voting members shall be:

1. Internal Auditor
2. Archivist/Historian
3. Parliamentarian
4. Voting members of the NFRW Board of Directors

3.2 QUORUM

The quorum for Executive Committee meeting shall be eight members, two of whom shall be the CFRW President and Secretary.

3.3 DUTIES

- A. Accept or reject applications for membership of clubs to CFRW,
- B. Approve bylaws of newly enrolling clubs upon recommendations of the CFRW Bylaw Chairman,
- C. Revoke or reinstate membership of clubs as set forth in these bylaws,
- D. Approve appointment of Appointive Officers, approve appointments of Standing Committee Chairman, approve appointments of chairmen of Special Committees,
- E. Approve the annual budget by majority vote of members present and voting,
- F. Recommend the annual CFRW budget to the Board of Directors,
- G. Approve the bond for the CFRW President and Treasurer,
- H. Approve the financial institutions where CFRW funds are to be deposited

- I. Approve disbursements of funds,
- J. Submit for approval to the Board of Directors, 30 days or more prior to the Official Call being sent out, the time and location of both the Spring Board Meeting and the Fall Annual Convention,
- K. Determine early and late registration deadlines and fees for the Board of Directors meetings and the Annual Convention,
- L. Review and approve the program for the Annual Convention,
- M. Determine the criteria for application for the Memorial Scholarship and select the scholarship winner from applications submitted by the Scholarship Committee,
- N. Determine the number and financial amounts of memorial scholarships,
- O. Declare a vacancy in an elected or appointed office or committee chairmanship by two thirds vote of members present and voting
 - 1. For Cause:
 - a. Failure to comply with CFRW Bylaws, objectives of NFRW or CFRW
 - b. Failure to pay required dues
 - c. Failure to perform the duties of the office or committee
 - 2. The Committee shall:
 - a. Give thirty days' notice to the affected officer or chairman of the charges
 - b. Give thirty days' notice for response from the officer or chairman prior to declaring vacancy.
- P. Serve as the Vacancy Committee for all CFRW elected offices, except the President, and for all appointed and honorary positions, giving notice of filling vacancies at the next meeting of the Executive Committee.

3.4 MEETINGS

- A. Required – The Executive Committee shall meet three times a year at the call of the President.
- B. Special –
 - The President may call meetings as deemed necessary upon the written request of five (5) voting members of the Executive Committee submitted to the President by postal delivery return receipt. The President shall call a meeting with ten (10) days of receipt of such request. Such meeting to be held within twenty (20) days.
- C. Meetings may be held electronically
- D. In an emergency the Executive Committee is authorized to cancel any CFRW meeting by a majority vote.

ARTICLE IV – BOARD OF DIRECTORS

4.1 MEMBERSHIP – Voting membership of the Board of Directors shall be:

- A. Elected Officers
- B. Appointed Officers
- C. Chairmen of Standing and Special Committees
- D. Presidents of all clubs which are in good standing, or her designee
- E. Immediate past president
- F. Chairman or Vice Chairman of the Colorado Republicans if she is an active member of CFRW

4.2 DUTIES – The Board of Directors shall:

- A. Serve as the governing body of CFRW, except the Board shall not perform obligations which are the sole responsibility of members of the CFRW Annual Convention which are outlined in these bylaws,
- B. Approve the annual budget by a majority vote of the members present and voting,
- C. Approve the annual audit and all supplemental budget,
- D. Approve the specific sum of any donation or gifts to be tendered on behalf of CFRW,

4.3 MEETINGS

A. The Board of Directors shall meet at twice each year, once in the spring of the year, and once in the fall of the year, which shall be immediately following the Annual Convention. Notice of meetings shall be in writing sent by postal delivery or by electronic mail within forty-five days prior to convening the meeting and sixty days prior to the date of the Annual Convention

1. B. Special Meetings
2. Maybe called by the CFRW President, or at the written request of ten voting members of the Board received by the President by postal delivery, return receipt, for the specific purpose of which shall be specified in the call.
3. C. The President shall call the special meeting within ten days of receipt of the request, giving ten day's notice of the special meeting.
4. D. Business conducted at the special meeting shall be limited to that specified in the call.

4.4 QUORUM

A. The quorum shall be twenty-eight, at least eight of whom shall be members of the Executive Committee, two of whom shall be the CFRW President and Secretary.

B. Any member who holds two or more voting positions shall choose the position she shall vote and be counted in the quorum.

C. A club president who cannot attend or has another voting position may appoint a member in good standing from her club as her alternate, who shall have full voting privileges, provide that a completed Club President Alternate form has been given to the CFRW Secretary and Credentials Chairman prior to the convening of the meeting of the Board.

ARTICLE V – FISCAL POLICIES

5.1 FISCAL YEAR

The fiscal year of CFRW shall be the calendar year.

5.2 FINANCIAL INSTITUTIONS

A. Signatories for financial accounts will be President and Treasurer.

B. The financial institution for the checking account will be approved by the Executive Committee.

C. A \$10,000 Certificate of Deposit (CD) shall exist in perpetuity; and shall be maintained in a financial institution approved by the Executive Committee upon maturity of said CD

D. Interest accrued on the CD may be transferred at each maturity to the Scholarship Fund.

E. A separate Scholarship Fund Savings Account will be approved by the Executive Committee.

F. All Scholarship Fund donations will be deposited to the Scholarship Fund Savings Account.

5.3 BUDGET COMMITTEE MEMBERSHIP

The members of the Budget Committee shall be:

1. CFRW President
2. CFRW Treasurer
3. CFRW Fundraising Chairman

5.4 DUTIES OF THE BUDGET COMMITTEE

A. Prepare annual budget and present it to the Executive Committee for approval.

B. Present the approved budget to the Board of Directors at the Spring Board Meeting

C. Submit a copy of approved budget to CFRW Secretary who shall send copies to:

1. All members of the Board of Directors within one month following the date of adoption by the Board;
2. The editor of Tusk Talk for publication in the next issue as a budget summary.

5.5 REGISTRATION FEES FOR CFRW EVENTS

- A. The registration fee shall be published and paid prior to the first deadline for registration and payment of fees.
- B. A registration fee shall be published to be paid by those registering after the first deadline but prior to seven working days before the date of convening the Board of Directors Meeting or Annual Convention.
- C. All registrations and fees received after the seven-day deadline shall be returned to sender.
- D. Non-CFRW members reserving for meals at any Board of Directors Meeting or Annual Convention may do so up until seven working days prior to date of convening the meeting or convention.
- E. Refunds of registration fees paid for meeting of the Board of Directors Meeting or Annual Convention may be made beyond the published deadlines upon the approval the Executive Committee due to extenuating circumstances.

5.6 REIMBURSEMENTS

- A. Members of the Executive Committee, Committee Chairmen and District Directors may submit expense reimbursement vouchers to the CFRW Treasurer for reimbursement of budgeted expenses incurred while engaged in CFRW business. Vouchers for non-budgeted expenses require approval of the CFRW President for reimbursement.
- B. All vouchers shall be submitted within thirty days of occurrence of expense. Vouchers submitted beyond sixty days shall not be reimbursed and shall be returned to sender.
- C. The CFRW bankcard may only be used by the CFRW President and CFRW Treasurer.

ARTICLE VI – OFFICERS QUALIFICATIONS, TERMS, VACANCIES, DUTIES

6.1 OFFICERS

- A. The elected officers of CFRW shall be:
 - 1. President
 - 2. First Vice President
 - 3. Second Vice President
 - 4. Third Vice President
 - 5. Fourth Vice President
 - 6. Secretary
 - 7. Treasurer
 - 8. District Directors, elected at their district meetings
 - 9. Three Members at Large, elected at the Executive Board meeting immediately following the close of the Annual Convention.
- B. The Appointed Officers of CFRW shall be:
 - 1. Internal Auditor
 - 2. Historian/Archivist
 - 3. Parliamentarian
- C. The Ex-Officio Officers of CFRW shall be:
 - 1. The CFRW immediate past President
 - 2. The Chairman or Vice Chairman of the Colorado Republican Party, if she is an active member of CFRW
 - 3. The Colorado Republican National Committeewoman, if she is an active member of CFRW
 - 4. Any CFRW member who serves as a voting member of the Board of Directors of NFRW, if she is an active member of CFRW.

6.2 QUALIFICATIONS

- A. Each candidate for office shall, prior to her election or appointment:
 - 1. Be a registered Republican as shown by the records of her county of residence
 - 2. Be a member in good standing of CFRW and a club for a minimum of two years
 - 3. Have been a resident of Colorado for at least one year prior to her election or appointment
 - 4. Have submitted to the Chairman of the Nominating Committee, by postal delivery return receipt, not later than May 1 of the odd numbered year:
 - a. A letter of announcement, stating the elective office sought and a full political resume.
 - b. A petition containing a minimum of twenty-five signature of CFRW members, other than members of her club, signatures having been secured by the candidate
 - c. A letter of support from her club President or other club officer.
 - d. An affidavit stating the candidate has read the description of the office she is seeking as found in the current FRW handbook.
 - 5. Candidates for CFRW President shall have served at least on term as a CFRW Club President.

6.3 TERMS

- A. Officer, except Members at Large, shall be elected at the Annual Convention held in odd numbered years and assume office January of the following even numbered year.
- B. The term of office for elected officers is two years, or until her successor has been elected and takes office. Any officer may succeed herself for one term.
- C. Any officer may be elected to a different office than that of her current term.
- D. Any officer, after fulfilling her original two terms may, after a lapse of one two-year term, serve again in the same office.
- E. Any part of a term in excess of one year shall be considered a full term.

6.4 VACANCIES

- A. President
 - 1. Vacancy in the office of the President of CFRW shall be filled by the First Vice President.
 - 2. A vacancy shall be declared in the office of First Vice President.
- B. First Vice President
 - 1. The office of First Vice President shall be filled by a majority vote of Executive Committee members present and voting.
 - 2. A vacancy in the office of First Vice President occurring less than two months prior to the end of the First Vice Presidents term shall remain vacant.
- C. Other Officers
 - 1. Notice of a vacancy in other elective offices shall be given to the members of the Executive Committee in the call to its next meeting following the occurrence of the vacancy.
 - 2. The Executive Committee shall fill vacancies in the elective offices by majority vote of the members present and voting.
- D. Any elective or appointed officer may be removed for cause.

6.5 DUTIES OF THE PRESIDENT

- A. Represent the CFRW or designate someone in her absence
- B. Serve as a member of the NFRW Board of Directors and as a member of the voting body of the NFRW Annual Convention, provided by the NFRW Bylaws
- C. Represent the CFRW on the executive committee of the Colorado Republicans as a nonvoting member

- D. Appoint, with the approval of the Executive Committee:
 - 1. Appointed Officers
 - 2. Standing Committee Chairmen and Special Committee Chairmen and members, except the Nominating Committee and Chairman who are such by virtue of their office.
 - 3. Three members to serve as Convention Minutes Approval Committee
- E. The President appoints a committee to organize and manage arrangements for the Board of Directors, Annual Convention meetings, including in house restaurant facilities and provide profit and loss statement of expenditures.
- F. Retain, with approval of the Executive Committee, a Certified Public Accountant who shall conduct the external review and who shall not be a member of CFRW.
- G. Serve as Chairman of the Budget Committee
- H. Serve ex-officio as member of all committees, except the Nominating Committee.
- I. Call and preside over all meetings of the Executive Committee, the Board of Directors and over the CFRW Annual Convention.
- J. Include alternate forms with all Calls for meetings of the Executive Committee Board of Directors.
- K. Issue the Call for the CFRW annual Convention not less than sixty days prior to the date for convening the convention. Such a call to include the names of candidates submitted by the Nominating Committee and any bylaw amendments or revisions.
- L. Issue the Call for any Special District Meeting within five working days of receipt of the written request for such meeting.
- M. Prepare and submit the annual report of the CFRW Annual Convention and the Board of Directors at each of its meetings.
- N. Receive vouchers for expenses
 - 1. Approve vouchers for expenses other than Budget approved
 - 2. Notify the officer or committee chairman in writing of any voucher not approved which includes any voucher received after January 30 of the year following the year in which the expenditure occurred; except in cases extenuating circumstances, as determined by the Executive Committee, shall such voucher be approved.
- O. Be a signatory on all CFRW financial institution accounts and sign checks for payment of budgeted items requiring immediate attention if the Treasurer is not available.
- P. Submit to the NFRW President, on date specified by NFRW, the names of new CFRW clubs.
- Q. Certify to the NFRW the names of clubs whose NFW service charges are paid, the number of members in each club, and the names of the club Presidents, including their address, zip code, telephone & fax number and email address, postmarked no later than ninety days preceding the date of convening the NFRW Convention.
- R. The CFRW President shall send the names, addresses, zip codes, telephone and fax numbers and email addresses of CFRW delegates and alternates to the NFRW President postmarked no later than twenty days prior to day of convening the NFRW Biennial Convention. Emergency changes after the filing date must be in writing and postmarked no later than twenty days prior to the date of convening convention.
- S. Seek legal advice as deemed necessary.
- T. Submit a written report of her tenure in office to the CFRW Historian/Archivist.

6.6 DUTIES OF THE FIRST VICE PRESIDENT

- A. Serve as Chairman of the Program Committee
- B. Subject to approval of the Executive Committee, prepare programs for:
 - 1. Each CFRW Board of Directors Meeting
 - 2. The Annual Convention

- C. Perform the duties of the President in her absence or inability to perform and such other duties as prescribed by the parliamentary authority adopted by CFRW
- D. succeed to the office of the President in case of a vacancy in an unexpired term of the President.

6.7 DUTIES OF THE SECOND VICE PRESIDENT

- A. Serve as Chairman of the CFRW Membership Committee and shall
 - 1. Maintain a continuous up-to-date list of all CFRW clubs and a list of each club's membership, provided by the CFRW Treasurer
 - 2. Maintain a continuous up to date CFRW membership list, providing it to the CFRW President and Tusk Talk Chairman at the time any payment is submitted to NFRW.
- B. Prepare the list of the number of delegates and alternates to which each club is entitled for inclusion in the official call of the Annual Convention
- C. Submit to the Chairman of the Convention Credentials Committee, not less than thirty days prior to the convening of the CFRW Annual Convention, the names of all CFRW members in good standing as of May 30 of each convention year, together with a list of the number of delegates and alternates to which each club is entitled.
- D. Be responsible for the preparation and publications of CFRW membership brochures and materials and encourage District Directors to use CFRW and NFRW membership brochures and materials..
- E. Send welcome letter, NFRW and CFRW Bylaws to each new Club President.

6.8 DUTIES OF THE THIRD VICE PRESIDENT

- A. Assist the District Directors in the performance of their duties, providing information and support materials necessary for the accomplishment of District Director duties.
- B. Notify a District Director of any club in her district which is delinquent in its NFRW Service Charge or of a lack of required minimum members.
- C. Be responsible for convening a meeting of each district in conjunction with the Annual Convention for the purpose of electing each District Director and each Districts member to the CFRW Nominating Committee and Bylaw Committee.
- D. Be responsible for the submission in writing to the CFRW President, Secretary and Tusk Talk Editor the names of newly elected District Directors, each Districts member to the CFRW Nominating Committee and the CFRW Bylaw Committee.
- E. Convene a meeting of the CFRW Nominating Committee immediately following the election of the Committee's members for the purpose of electing the Committees Chairwoman.
- F. Submit to the CFRW President, Secretary and Tusk Talk Editor, immediately following the meeting of the Nominating Committee, the name of the member elected as Chairman of the Nominating Committee
- G. Call a meeting of a district's club presidents within thirty days of occurrence of a vacancy in District Director for the purpose of filling the vacancy.
- H. Call special district meetings as necessary to make known the changes in district boundaries, club in the district, and any vacancy in District Director after reapportionment every ten years.
- I. Report on district activities to the CFRW President as they occur.
- J. Following the decennial (10 year) Congressional District Redistricting, chair the CFRW Redistricting Committee comprised of the elected District Directors and one additional member appointed by the CFRW President, to realign clubs and District Directors to comply with the new Congressional Districts. Submit the Redistricting Plan to the Executive Committee for approval.

6.9 DUTIES OF THE FOURTH VICE PRESIDENT

- A. Coordinate the activities of CFRW Standing Committee Chairmen and furnish information as to the chairman duties.
- B. Keep on file all written committee reports.
- C. Maintain a list of each club's committee chairman.

6.10 DUTIES OF THE SECRETARY

- A. Make and keep a written record of all proceedings of the CFRW Executive Committee, the Board of Directors, and the annual CFRW Convention, including names of all Standing or Special Committee members, chairman, District Directors, or other elected or appointed at or during the Executive Committee or Board of Directors meetings or the Annual Convention.
- B. Keep on file all written committee reports.
- C. Deliver by postal or electronic mail a copy of Executive Committee meeting minutes to each member of the Committee within thirty days following the date of such meeting.
- D. Deliver by postal or electronic mail a copy of Board of Directors meeting minutes to each member of the Board within thirty days following the date of such meeting.
- E. Report to the Board of Directors recommendations made by the Executive Committee.
- F. Report to the CFRW Annual Convention recommendations made by the Executive Committee and the Board of Directors.
- G. Serve as Chairman of the Minutes Approval Committee of the Annual Convention and shall:
 - 1. Prepare and submit by postal or electronic mail the first draft of the minutes of the Annual Convention to the President and to the Minutes Approval Committee within thirty days following the adjournment of Convention.
 - 2. Require members of the Minutes Approval Committee to submit comments or corrections to the secretary within a designated time.
 - 3. Determine any member who fails to comply within designated time as deemed to have approved the minutes.
 - 4. Make necessary corrections to the minutes, followed by final committee approval, and file approved minutes.
 - 5. Distribute by postal or electronic mail a copy of the Annual Convention minutes to each member of the Board of Directors, including amendments or revisions to the CFRW Bylaws.
- H. Conduct correspondence requested by the President, and with the approval of the President, the Executive Committee and Board of Directors.
- I. Maintain a file of all correspondence.

6.11 DUTIES OF THE TREASURER

- A. Be custodian of all CFRW monies.
- B. Be bonded in an amount determined by the Executive Committee.
- C. Deposit all monies within an approved financial institution or institutions within seven days of receipt, or as needed for monies paid in advance at years' end to be expended in succeeding year.
- D. Present Internal and External Financial Review Reports to the Executive Committee and the Board of Directors at first quarterly meeting of the year.
- E. Disbursement of funds:
 - 1. Disburse funds within thirty days, upon receipt of written expense voucher for items included in the approved budget or which have been authorized by the President, or the Vice President in absence of the President.
 - 2. Disburse funds for budgeted expenditures which have been specifically approved by the Executive Committee, Board of Directors, or Convention body.
 - 3. Secure approval of Executive Committee for any other nonbudgeted expenditures.

- F. Financial Reports to be submitted:
 1. Monthly to the President, or as requested
 2. At all meetings of the Executive Committee and Board of Directors
 3. At CFRW Annual Convention
 4. Distribute copies of reports to members at Executive Committee, Board of Directors and Convention.
- G. Prepare supplemental financial reports with a profit and loss statement on any fundraising project from the chairman
- H. Notify the President and Third Vice President, in writing or by electronic mail, of delinquent clubs no later than February 15
- I. Receive assets of any club which has dissolved or ceased being a member of CFRW
- J. Serve ex-officio as a member of all committees whose activities generate funds for CFRW
- K. Serve ex-officio as a member of the Credential Committee of the Annual Convention
- L. As required by law, the Treasurer shall file the campaign finance reports with the Secretary of State on behalf of CFRW and file Form 990EZ with the IRS the fifth month after the close of the CFRW fiscal year.

6.12 DUTIES OF MEMBER AT LARGE

- A. Serve as chairman of one of the following committees: Awards, Fundraising or Public Relations
- B. Serve at the pleasure of the President

6.13 DISTRICT DIRECTORS

- A. CFRW Districts, which have the same boundaries as the Colorado Congressional Districts, shall each be represented by one District Director, except that a congressional district deemed too large to be adequately administered by one District Director shall be subdivided into multiple districts, each subdivision shall be a CFRW District, electing its own Director, who shall have full rights on the CFRW Board of Directors and Executive Committee.
- B. Following every decennial (10 year) Congressional Redistricting, CFRW shall reassign its clubs to their appropriate districts as determined by the new state approved boundaries for the Congressional Districts. Subdivisions of Districts shall be re-evaluated for appropriateness and District Directors assigned to Districts by the CFRW Redistricting Committee in accordance with the methods outlined in the Standing Rules.
- C. Qualifications, Nomination, Elections
 1. Qualifications – Any active member of CFRW in good standing may serve as Director for the District in which she resides, is registered to vote and to which her club is assigned.
 2. Nominations are from the floor of candidates who meet the qualifications and are willing to serve.
 3. Elections are held during meetings held in conjunction with the Annual Convention.
 - a. Election shall be by written ballot
 - b. Director shall be elected by majority vote in the affirmative of the ballots cast
 - c. Voice vote may elect if there is only one candidate
 - d. In case of a tie, lot, drawn by the candidates, shall decide the election.

6.14 DUTIES OF DISTRICT DIRECTORS:

- A. Act as a liaison between clubs located within her district, the CFRW President and the CFRW Third Vice President,
- B. Serve as members of the CFRW Executive Committee and the Board of Directors,
- C. Send notices to club presidents prior to January 1st of each year that payment is due for CFRW per capita dues and NFRW annual service charge,

- D. Issue a Call of each District Meeting at least thirty days prior to convening such meeting, sending such Call to the Executive Committee and all club presidents within the district,
- E. Distribute to the President of their clubs a copy of any newly adopted CFRW bylaw amendments or revisions,
- F. Submit to the CFRW Secretary, immediately following election at the District meeting held in conjunction with the Annual Convention, the names of the district members elected to the CFRW Nominating Committee and to the CFRW Bylaw Committee,
- G. Coordinate all meeting dates with the CFRW Third Vice President.

6.15 DISTRICT MEETINGS

- A. Regular District Meetings shall be held at least two times each year
 - 1. In even numbered years, the date of the first meeting shall be determined by the District Director and respective club presidents
 - 2. In odd numbered years at least one of the meeting shall be held in conjunction with the Annual Convention
- B. Emergency District Meetings
 - 1. Shall be called at the written request of ten voting members of the CFRW Board of Directors
 - 2. The CFRW President and the District Director shall have received such written request by postal mail, return receipt
- C. Call for all meeting shall be issued by the District Director or the CFRW President
 - 1. The Call shall be sent within five working days of receipt of request
 - 2. The Call shall give ten days' notice of the meeting
- D. The Agenda of each districts meeting held in conjunction with the Annual Convention shall include:
 - 1. Election, in even numbered years, of one member to CFRW Nominating Committee
 - 2. Election, in odd numbered years, of a District Director and one member to the Bylaws Committee

6.16 DUTIES OF AUDITORS

- A. The Internal Auditor shall:
 - 1. Complete an annual internal financial review, submitting it to the President and the Treasurer,
 - 2. Prepare any internal financial review as requested by a majority vote of the Executive Committee,
 - 3. Review CFRW Operations for conformance to CFRW Bylaws, Special Rules and Standing Rules.
- B. The External Auditor shall complete a financial review of all CFRW financial records for the two-year period previous to and coinciding with the end of the elective officers two-year terms.
- C. Internal and External Review
 - The Internal Review*
 - 1. The internal financial review report in the odd years shall be presented at the first meeting of the Board of Directors.
 - 2. Copies of the adopted internal financial review report shall be filed with the official records of the Secretary and the Treasurer
 - External Financial Review*
 - 1. The external financial review shall consist of a complete review of all CFRW records for the two-year period previous to and coinciding with the end of the elective officers' two-year term. The report shall be presented to the Executive Board of Directors.
 - 2. The Executive Committee, by a majority vote of the members present and voting, may authorize an external financial review at any other time.
 - 3. Any adopted external financial review report shall be filed with the official records of the Secretary and the Treasurer.

6.17 DUTIES OF HISTORIAN/ARCHIVIST

- A. Maintain and preserve all documents and memorabilia of CFRW
- B. Assist clubs in maintaining and preserving their records
- C. Take custody of CFRW officer records following the four years such records have been in possession of officers

6.18 DUTIES OF PARLIAMENTARIAN

- A. The Parliamentarian must be qualified in Parliamentary Law
- B. Advise the CFRW President and officers on parliamentary matters upon request
- C. Assist club presidents and members in parliamentary procedure
- D. Review Bylaws submitted by newly formed clubs and make recommendations to the Executive Committee
- E. Serve on the Bylaws Committee

6.19 DUTIES OF THE WEBMASTER

- A. Maintain the CFRW website registration under the name of the Colorado Federation of Republican Women.
- B. Act as webmaster keeping the CFRW site up-to-date and changing the information on the site as needed and provided by the CFRW clubs and/or directed by the President.

ARTICLE VII – OFFICER NOMINATIONS AND ELECTIONS

7.1 ELECTIONS

- A. The CFRW President shall announce in the official call of first quarterly meeting of the Board of Directors in odd numbered years those elective offices that shall be open for election at the CFRW Annual Convention, listing the qualifications for election as prescribed in these Bylaws.
- B. Elective offices, except Members at Large, shall be elected at the Annual Convention in odd numbered years.
- C. Members at Large shall be elected by the Board of Directors at their meeting held immediately following the Annual Convention in odd numbered years.

7.2 NOMINATING COMMITTEE

- A. The Nominating Committee shall:
 - 1. Review each candidate's announcement letter and petition postmarked by May 1 of odd numbered years
 - 2. In the event there is no qualified candidate for an office by May 1 the committee shall initiate a search for a qualified candidate for the office
 - 3. Verify each candidate's qualification for office
 - 4. Nominate one or more candidates for office
- B. Committee Report:
 - 1. The report shall contain the names of the candidates for each elective office.
 - 2. The order of the names in the report for each office shall be determined by lot by the committee.
 - 3. The report shall be delivered to the CFRW President at least ninety days prior to the convening of the Annual Convention.

7.3 NOMINATIONS FROM THE FLOOR

Nominations from the floor may be made by any member of the voting body of the CFRW Annual Convention provided that candidates submit to the Chairman of the Nominating Committee a written statement that the candidate meets the qualifications for that office and is willing to serve.

7.4 ELECTION

- A. Election to each elective office shall be by ballot. A majority vote in the affirmative of the legal votes cast shall elect.
- B. In the event only one candidate is nominated for an office, election maybe a voice for that office.
- C. In case of a tie, election shall be by lot, drawn by the candidates or their designees.

ARTICLE VIII – MEMBERSHIP

8.1 CLASSIFICATION OF MEMBERS

- A. Active CFRW Club Members are women who:
 - 1. Are currently registered Republicans
 - 2. Endorse the bylaws and objectives of the NFRW and the CFRW
 - 3. Pay full annual dues to NFRW, CFRW and to one club
- B. Active CFRW individual members in good standing are women who
 - 1. Are currently registered Republicans
 - 2. Have no CFRW Club available in their area
 - 3. Endorse the bylaws and objectives of NFRW and CFRW
 - 4. Pay to the CFRW Treasurer the CFRW and NFRW full annual per capita dues
- C. Associate Members in good standing are:
 - 1. Women who hold active membership in one club and pay full associate dues
 - 2. Men who are currently registered Republicans and pay full associate dues to one or more active clubs.
 - 3. Persons who hold associate memberships in clubs may attend meetings and participate in debate, but shall not:
 - a. Introduce motions
 - b. Vote
 - c. Serve on committees
 - d. Be elected to any office
 - e. Serve as a delegate from the club to any CFRW meeting or convention
 - f. Be counted for the purpose of determining the number required for a quorum or whether a quorum is present, or for determining the number of allocated delegates and alternates to the club to any CFRW or NFRW meetings or conventions
- 4. Honorary Members:
 - a. The CFRW President shall be an honorary associate member of all clubs.
 - b. The District Directors shall be honorary associate members of all clubs within their respective districts.

8.2 MEMBER TRANSFER TO ANOTHER CLUB

An active member of a club may transfer her membership to another club by:

- 1. Sending a notice of transfer to the President of the club she is leaving and a copy of said notice to the President of the club she wishes to join.
- 2. Returning to her current clubs President, by postal delivery return receipt or in person, any property in her possession belonging to the club.

8.3 CLUB MEMBERSHIP – DUES/SERVICE CHARGE:

- A. Qualifications for club admission to CFRW:
 - 1. An organized group of a minimum of ten currently registered Republican Women.
 - 2. The word Republican included in the title of the club. The word “Federation” and “Club” may not be used.
 - 3. Adoption of club bylaws which are in compliance with NFRW and CFRW and their purposes.

4. Payment to the CFRW Treasurer of the annual per capita dues and the NFRW annual club service charge.

8.4 MAINTAINING CLUB MEMBERSHIP

To maintain club membership in good standing a club shall:

- A. Have no fewer than ten members of record who are in good standing
- B. Payment to CFRW Treasurer no later than January 31 of the CFRW annual per capita dues and the NFRW annual service charge,
- C. Adherence to bylaws of CFRW and NFRW
- D. Holding no fewer than six regular meetings in a twelve-month period
- E. Submitting subsequent club bylaws to the CFRW Bylaw Committee Chairman following amendments or revisions adopted within any current calendar year.

8.5 REMOVAL OF CLUB MEMBERSHIP

- A. Any club may be removed from membership in CFRW for cause
 - 1. Failure to pay CFRW annual per capita dues or the NFRW Service Charge for a period of one year,
 - 2. Failure to support the expressed objectives of the NFRW and CFRW as stated in NFRW and CFRW bylaws,
 - 3. Failure to adopt and comply with club bylaws which are in accord with the NFRW and CFRW Bylaws and the CFRW Special Rules relating to opposition candidates and parties,
 - 4. Failure to maintain a minimum of ten members,
 - 5. Failure to hold at least six regular meetings per year,
 - 6. Supporting any candidate outside of the Republican Party
- B. The CFRW Executive Committee shall:
 - 1. Within thirty days of the charges being brought by the Committee, notify the President of the club to be removed, by postal delivery return receipt, of the specific charges brought against the club,
 - 2. Allow thirty days for the club to reply to the charges to the CFRW President by postal delivery return receipt regarding the charges,
 - 3. If no reply is received within these thirty days, the Executive Committee shall determine the club to be in agreement with the charges and shall proceed to remove the club from membership
 - 4. The President shall, within seven days of the expiration of club reply deadline give notice for the next regular meeting of the Executive Committee that a vote be taken on the removal of the club.
 - 5. Two-thirds vote of the Executive Committee members present and voting shall be required to remove club from membership.
 - 6. The CFRW President shall notify the President of the removed club of the results of the vote for removal and shall direct the club to assign and remit, within thirty days, all assets, records and the clubs Charter to CFRW President in person or by postal delivery return receipt.

8.6 REINSTATEMENT OF CLUB MEMBERSHIP

- A. A club removed from CFRW membership may be reinstated within one year of removal by filing a supplication for reinstatement.
- B. A majority vote of the Executive members present and voting at the next regular Executive Committee meeting shall be required to accept the application and reinstate the club.
- C. Reinstatement shall require the club to pay current annual CFRW per capita dues for the minimum of ten (10) members and the current annual NFRW service charge.
- D. The Executive Committee shall, within thirty days of the affirmative vote to reinstate, return assets and charter to the club.

8.7 DISSOLUTION OF CLUBS

- A. In the event of the dissolution of any CFRW club, such club's records, assets, and property shall be assigned to CFRW within thirty days of dissolution by postal delivery return receipt or in person.
- B. No assets shall be distributed to any officer or member of the dissolving club.

ARTICLE IX – COMMITTEES

9.1 STANDING COMMITTEES

- A. Standing Committees are appointed by the President.
- B. Each Committee Chairman shall with the exception of the Bylaws Chairman,
 - 1. Appoint members to her committee
 - 2. Submit written reports of committee actions to the Secretary and Fourth Vice President quarterly, or as requested.

9.2 SPECIAL COMMITTEES

- A. The President shall appoint chairman, with the exception of the Nominating Committee, who is elected by the committee members,
- B. Chairman shall submit written reports to the President
- C. When the committee's assignment is completed, a final report shall be submitted to the President, Secretary and Fourth Vice President.
- D. Following the final report, the committee shall be dissolved.

9.3 ETHICS COMMITTEE

- A. The CFRW President shall appoint the chairman.
- B. The Chairman will:
 - 1. Appoint members to her committee,
 - 2. Call a meeting of the committee as appropriate and needed to consider ethics complaints submitted to the committee,
 - 3. All complaints must be submitted in writing and signed by the complainant,
 - 4. No anonymous complaint will be considered,
 - 5. The chairman will submit a written report of the committee's determination of validity to the Executive Board for final action as determined by the bylaws.

ARTICLE X – ANNUAL CONVENTIONS

10.1 CFRW ANNUAL CONVENTION

The Colorado Federation of Republican Women shall meet annually:

TO: Provide workshops, seminars and political education

TO: Hear reports and act upon Resolutions

TO: Meet Candidates of the Republican Party and to foster support of the Party

TO: Biennially elect Officers

- A. The Call to the Annual Convention shall be issued to all members of the Board of Directors.
- B. The Call, with any attachments, and a registration form shall be published in the next issue of Tusk Talk. Club Presidents shall distribute the Call, including any attachments, and registration form to their club's delegates and alternates and other interested members.

10.2 VOTING MEMBERS

- A. Voting members are CFRW elected Officers and Appointed Officers, Standing and Special Committee Chairmen, Club Presidents, Club Delegates and CFRW Past Presidents who are in good standing.
- B. Each member shall be entitled to one vote, regardless of the number of CFRW positions such member holds.

C. No proxies shall be allowed.

D. Any club president who is a voting member by virtue of holding a CFRW office or position shall designate any club member in good standing as the President's delegate.

10.3 CLUB DELEGATES

A. Club delegates shall be apportioned on the number of members whose annual dues are received by the CFRW Treasurer postmarked on or before May 30 of the annual convention year.

B. In addition to each club's President, the club is entitled to an additional delegate.

C. Each club is entitled to one additional delegate for each fifteen (15) members

D. Each club is entitled to as many alternates as delegates, alternates being ranked by club according to highest number of votes each received.

10.4 CREDENTIALS

A. Each club president shall submit the names of its delegates and alternates to the Chairman of the Credentials Committee no later than fourteen days prior to the date of convening the Annual Convention.

B. The Credentials Committee Chairman shall verify with the Second Vice President's records that the delegates and alternates are members in good standing.

C. The Credentials Committee Chair shall report, immediately upon convening the convention and prior to any vote, the total count of credentialed delegates entitled to vote.

D. Any alternate voting in the absence of the delegate during the convention shall wear the delegate's badge in addition to alternate badge and shall report her change in voting status to Credentials Chairman prior to any vote.

10.5 QUORUM

A. The quorum shall be a majority of the credentialed delegates registered.

B. This quorum shall remain effective irrespective of some delegates leaving the meeting.

10.6 NFRW BIENNIAL CONVENTION

The delegates from Colorado shall be

A. The CFRW President

B. One delegate elected from each club in good standing or her designee

C. Five elected CFRW delegate-at-large plus one additional delegate for each five hundred members in good standing of CFRW or major fraction thereof based on the payment of current club dues, postmarked no later than thirty days prior to the convening the NFRW Biennial Convention.

10.7 DELEGATE QUALIFICATIONS, ELECTIONS, VACANCIES

A. Each delegate and alternate shall have been an active member in good standing of her club for at least six months prior to the date of the NFRW Biennial Convention.

B. CFRW delegates and delegates-at-large shall be elected by a majority vote at the first meeting of the Board of Directors at least ninety days preceding the NFRW Biennial Convention.

C. The Executive Committee shall fill vacancies in the at-large delegates at the time delegate credential forms are completed and submitted to NFRW.

ARTICLE XI – SCHOLARSHIP FUND

A. A distinct and separate financial institution CFRW account shall be designated as the Memorial Scholarship Fund and shall receive all monies and interest obtained by CFRW for scholarship purposes.

B. The Scholarship Fund monies shall be used exclusively for CFRW scholarship, excluding any financial institution fees.

ARTICLE XII – BYLAW AMENDMENTS AND REVISIONS

These bylaws may be amended at an Annual Convention by two thirds affirmative vote of members present and voting provided that:

- A. Proposed amendments have been submitted to the Chairman of the Bylaw Committee no later than March 15 of the Annual Convention year.
- B. The Bylaw Committee has made recommendation to the Board of Directors; and
- C. The proposed amendments were included as an attachment in the Call to the Annual Convention
- D. The Bylaw Committee has made a revision recommended prior to the first meeting of the Executive Committee and the Board of Directors in the Annual Convention year;
- E. The proposed revision was included as an attachment in the Call to the Annual Convention.

ARTICLE XIII– PARLIAMENTARY AUTHORITY

13.1 The current edition of *Robert's Rules of Order Newly Revised* shall govern the CFRW in all cases to which they are applicable and are not inconsistent with these bylaws, any CFRW Special Rules, or the bylaws of NFRW.

ARTICLE XIV – DISSOLUTION

14.1 IN THE EVENT OF THE DISSOLUTION OF CFRW, all records and assets, after payment of all costs and expenses of such dissolution, shall be assigned to NFRW. None of the assets shall be distributed to any member or officer of CFRW.

REVISION September 1990

AMENDED May 1991

AMENDED September 1992

AMENDED October 1994

AMENDED August 1997

REVISION August 2003

AMENDED September 2004

REVISION October 2007

AMENDED October 2009

AMENDED October 2011

AMENDED September 2014

REVISION September 2018

REVISION October 2019

AMENDED October 2021

AMENDED October 2022