

**BY – LAWS**  
**Of the**  
**RINGWOOD REGULAR REPUBLICAN CLUB**

Amended as of February 8, 1994

And revised November 25, 2012

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**By-Laws Committee and Contributors:**

- Joanne Christie, Executive Committee Chairperson
- Dick Clemack, Counsel
- Dawn Cody, Recording Secretary & County Committee Vice-chair
- Connie A. Hernandez, Sergeant-at-Arms
- Luis R. Hernandez, President
- Ted Taukus, County Committee Borough Leader
- Brad Wiley, Treasurer

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## **ARTICLE 1 – GENERAL**

### **Section 1: NAME**

This organization is incorporated under the laws of the State of New Jersey and shall be known as the Ringwood Regular Republican Club, hereinafter called the “Club.”

### **Section 2: PURPOSE**

The purpose of the Club is:

1. to work diligently in promoting the principles of the Republican Party,
2. to insure sound legislation and competent economical administration through its members and elected officials,
3. to resist and oppose political corruption,
4. to engage the interest and activity of all voters in Ringwood in support of the objectives of this organization,
5. to encourage and promote political education,
6. to encourage and sponsor qualified Republican candidates for elective municipal office,
7. to endorse and sponsor qualified Republican candidates for elective county, state and national office,
8. to advise and counsel the Republican members of the Municipal Council and Ringwood Republican County Committee,
9. to encourage and promote sociability among its members, and
10. to establish a united Republican front for the benefit of Ringwood.

### **Section 3: RINGWOOD**

Ringwood shall mean the Borough of Ringwood in the County of Passaic.

### **Section 4: LIMITATION OF METHODS**

The Club shall observe all local, county, State and Federal laws which apply to non-profit organizations as defined in Section 501 (C) of the Internal Revenue Code and abide by election regulations

## **ARTICLE II – MEMBERSHIP**

### **Section 1: ELIGIBILITY**

Any registered Republican who is not a member of another Ringwood political club and who resides in Ringwood and supports the purpose of the Club, as specified in Article 1, Section 2, shall be eligible for Membership and shall become a Member upon payment of dues as provided in Section 2 of Article II. Membership ceases for non-payment of dues by the end of the calendar year. Membership ceases immediately when a Member no longer meets eligibility requirements.

### **Section 2: DUES**

Membership dues shall be such rate or rates, schedule or formula as may from time to time be prescribed by the Membership of the Club, payable annually at the first regular meeting of the Club for the fiscal year.

### **Section 3: TERMINATION**

1. Any Member may resign from the Club or Executive Committee upon written notice to the Membership Secretary or the President of the Club.
2. A Member may be expelled from the Club for conduct prejudicial to the aims, purposes, or repute of the Club.
3. Procedure for Expulsion: Upon written notice to the President from a Member setting forth grounds for the expulsion of a Member, the President shall, within 15 days of receipt of the said written notice, convene a meeting of the Executive Committee to consider the said charge(s). The accused Member shall be given notice of the charge(s) and may appear and participate in the said convened meeting.

In the event the Executive Committee determines that sufficient grounds exist for expulsion of the accused Member, the Club shall at a regularly scheduled meeting, after notice and opportunity for a hearing are afforded the accused Member, consider the matter and the accused Member may be expelled by a two-thirds (2/3) vote of the number of Members present at the said meeting.

### **Section 4: VOTING**

Only Members whose current dues are paid and whose dues were also paid as of the previous meeting are entitled to vote.

## **ARTICLE III – OFFICERS**

### **Section 1: DETERMINATION OF OFFICERS**

There shall be nine Officers consisting of a (1) President, (2) Vice President of Fundraising, (3) Sergeant-at-Arms, (4) Treasurer, (5) Recording Secretary, (6) Corresponding Secretary, (7) Membership Secretary, (8) Public Relations Secretary (Media & Social Network Messaging) and (9) Counsel.

Officers serve for one year or until their successors are elected. No individual may serve in the same position as President or Vice President for more than two consecutive terms.

### **Section 2: INDIVIDUAL DUTIES OF OFFICERS**

#### **1. PRESIDENT**

The President shall serve as the Executive Officer of the Club and shall preside at all meetings of the Membership, Officers, and Executive Committee. The President shall be an ex-officio member of all standing and ad-hoc committees.

#### **2. VICE PRESIDENT OF FUNDRAISING**

The Vice President shall exercise the powers and authority and perform the duties of the President in the absence or disability of the President. The Vice President shall be responsible for fundraising and shall chair or co-chair all fund raising committees.

#### **3. SERGEANT-AT-ARMS**

The Sergeant-at-Arms shall exercise the power and authority to preserve and maintain order at all regularly scheduled meetings of the Club. The Sergeant-at-Arms initiates the salute to the flag at every meeting, initiates the sign-up sheet for every meeting and validates the membership status of attendees with the Membership Secretary.

#### **4. TREASURER**

The Treasurer shall be responsible for the safeguarding of all funds received by the Club and for their proper disbursement. Such funds received shall be deposited in the official depository, or invested in a manner approved by the Officers. Checks are to be signed by the Treasurer and one other Officer, or in the absence of the Treasurer, by any two Officers.

The Treasurer shall give a financial report at each Club meeting. The Treasurer is also responsible for providing information for Club audits.

#### **5. RECORDING SECRETARY**

The Recording Secretary shall preserve all books, documents, etc., and maintain an accurate record of the proceedings of the Club. All Club Officers are responsible for providing the Recording Secretary with copies of reports, preferably electronic copies to file in the Club computer and for back-up purposes. If paper copies are provided, they must be scanned for recordkeeping and historical purposes.

#### **6. CORRESPONDING SECRETARY**

The Corresponding Secretary shall conduct all official correspondence of the Club and maintain the Club's website. The Corresponding Secretary is responsible to interface with the website hosting provider and recommend improvements to enhance the membership experience. The Corresponding Secretary must work closely with all Club Officers to maintain the website up- to -date, especially the Fundraising Vice President and the Public Relations Secretary.

#### **7. MEMBERSHIP SECRETARY**

The Membership Secretary shall keep records of membership and shall chair the Membership Committee. The Membership Secretary is responsible for collecting annual membership dues and reporting membership status at monthly Club meetings.

#### **8. PUBLIC RELATIONS SECRETARY**

The Public Relations Secretary is responsible for coordinating the overall messaging and responses of the Club to all media vehicles, newspapers, television, website content, blogs, social networking and social media like Facebook, Tweeter and others. The main goal is to have coordinated and consistent messages while following proper media protocols.

The Public Relations Secretary maintains social media Club messaging (Facebook, Tweeter, blogs, etc.), and interfaces with all other Officers to promote Club principles and maintain electronic media communications with all Club members. All communications with the public is to be approved by a majority of the Officers.

#### **9. COUNSEL**

The Counsel shall provide advice and opinion on legal matters pertaining to the Club. All Officers are responsible for consulting Counsel for advice on any potential impacts to the

Club in regards to fund raisers, publications, personnel matters and any questions concerning the By-Laws.

### **Section 3: RESPONSIBILITIES OF THE OFFICERS**

The Officers, as a group, are responsible for carrying out the activities, functions, and programs of the Club defined by the Membership of the Club and the Executive Committee in accordance with these by-laws.

The Officers shall control the Club's property, be responsible for its finances, and conduct its affairs.

## **ARTICLE IV – TRUSTEES**

### **Section 1: TRUSTEES**

There shall be nine Trustees, three of whom are elected each year and serve for three years or until their successors are elected.

The position of Trustee is reserved for Members of the Club who are not serving as an Officer, County Committee member, Mayor, or Councilperson.

## **ARTICLE V – EXECUTIVE COMMITTEE**

### **Section 1: COMPOSITION OF THE EXECUTIVE COMMITTEE**

The executive committee is to be the linkage between all Republican organizations to promote harmony and team work among all to have one united Ringwood Republican team. The Executive Committee shall be composed of individuals below provided that these individuals are Club members in good standing whose current dues are paid and whose dues were paid as of the previous meeting.

- 1) Club President and / or Vice President
- 2) Mayor and / or Deputy Mayor
- 3) County Committee Borough Leader and / or Deputy Borough Leader
- 4) Trustee representation of one but no more than 2 individuals



The Club President chairs Executive Committee meetings and has the authority to delegate this responsibility within the Executive Committee. This person can serve for one year or until a successor is appointed by the Club president, no individual may serve more than 2 consecutive years.

## **Section 2: RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE**

The Executive Committee is responsible for:

- a) recommending the following to the Club Officers for approval: direction, policy, procedures and programs necessary to carry out the objectives of the Club,
- b) recommending the following to the Club Officers for approval: candidates for municipal office for approval by County Committee members and voting process, and
- c) recommending the following to the Club Officers for approval: advice and counsel to the Ringwood Republican Municipal Council Members and Ringwood Republican County Committee members about such things as campaign strategies and issues affecting Ringwood, etc.

## **Section 3: SEATING OF NEW OFFICERS AND TRUSTEES**

All newly elected Officers and Trustees shall be seated at the annual December meeting and shall be participating members thereafter.

## **Section 4: VACANCIES**

An Officer or Trustee who shall be absent from three consecutive regular meetings of the Executive Committee may be dropped from such office unless confined by illness or other absence approved by a majority vote of the Executive Committee voting at any meeting thereof. Vacancies on the Executive Committee shall be filled by the Officers by a majority vote.

# **ARTICLE VI – ELECTION OF OFFICERS AND TRUSTEES**

## **Section 1: NOMINATING COMMITTEE**

At the regular September Club meeting, the President shall appoint, subject to the approval of the Membership of the Club, a Nominating Committee composed of Members of the Club representing County Committee, Council, Trustees and Executive Committee who have been

Members in good standing for no less than 12 months. The President shall designate the chairperson of the Nominating Committee.

At the November Club meeting, the Nominating Committee shall present a slate of candidates to serve as Officers and Trustees whose terms are expiring and any open positions. Each Candidate must be a Member in good standing and must have agreed to accept the responsibility of the office.

### **Section 2: PUBLICITY OF NOMINATIONS**

Upon receipt of the report of the Nominating Committee, the Recording Secretary shall within 10 days following the November regular meeting notify the Members by mail or electronically of the names of persons nominated as candidates and the date of the election at the December Annual Meeting.

### **Section 3: NOMINATIONS FROM THE FLOOR**

Additional names of candidates may be nominated from the floor at the December Annual Meeting.

### **Section 4: JUDGES**

The President shall appoint, subject to the approval of the Officers, three judges who are not members of the Executive Committee or candidates for election. Such judges shall have complete supervision of the election, including the auditing of the ballots. They shall report the results of the elections to the Membership.

## **ARTICLE VII – MEETINGS**

### **Section 1: ANNUAL MEETING**

The annual meeting of the Club, in compliance with State Law, shall be held during December of each year. The time and place shall be fixed by the Officers and notice thereof mailed or electronically transmitted to each Member at least ten days before said meeting.

### **Section 2: REGULAR MEETINGS**

Regular meetings shall be held each month on a day set by the Club, except when such day is a legal holiday, in which case the date is to be fixed at the preceding meeting.

### **Section 3: SPECIAL MEETINGS**

Special meetings of the Club may be called by the President at any time. Notice of special meetings shall be mailed or electronically transmitted to each Member at least five days prior to such meetings. Executive Committee or Officers' meetings may be called by the President or by the respective committee upon written application of three members of the respective committee. Notice and purpose of the meeting shall be given to each member of the Executive Committee or Officers at least one day prior to said meeting. Standing and Ad Hoc Committee meetings may be called at any time by the President or by the Committee Chairperson with at least one day notice prior to said meeting.

### **Section 4: QUORUMS**

At regular or special meetings of the Club, twenty members of the Club shall constitute a quorum. At Officers meetings, a simple majority of the respective members shall constitute a quorum. At Executive, Standing or Ad Hoc committee meetings, a simple majority of the members shall constitute a quorum.

### **Section 5: NOTICES, MINUTES**

Written notices of all Club meetings must be given at least two days in advance unless otherwise directed in these By-Laws. Minutes must be prepared for all meetings.

## **ARTICLE VIII - COMMITTEES**

### **Section 1: COMMITTEES**

The Officers may create such committees as it deems advisable to handle the work of the Club. The Officers shall authorize and define the powers and duties of all committees. The Officers shall review and approve all activities and proposed programs of such committees.

No action or resolution of any kind shall be taken by committees having bearing upon or expressing the views or beliefs of the Club unless approved by the Officers.

The following shall be the permanent or standing committees: Auditing Committee, Budget and Finance Committee, Membership Committee, Good and Welfare Committee, and Public Relations Committee.

### **Section 2: APPOINTMENT AND AUTHORITY**

The President shall, with the approval of the Officers, appoint all committee members and select all committee chairpersons. The President may appoint members of ad hoc committees and their leaders as deemed necessary to carry out the programs of the Club. Committee appointments shall be at the will and pleasure of the President and shall serve concurrent with the term of the appointing President.

It shall be the function of the committees to make investigations, conduct studies and hearings, make recommendations to the Officers, and to carry out such activities as may be delegated to them by the Officers.

### **Section 3: LIMITATION OF AUTHORITY**

No action by any Member, committee, or employee, shall be binding upon, or constitute an expression of the policy of the Club until it shall have been approved or ratified by the Officers. Committees shall be discharged by the President when their work has been completed and their reports accepted, or when, in the opinion of the Officers, it is deemed wise to discontinue the committee.

### **Section 4: TESTIMONY**

Once Committee action has been approved by the Officers, it shall be incumbent upon the committee chair to give presentations before civic organizations. The Club President and the Club Counsel will give testimony to governmental agencies.

## **ARTICLE IX – FINANCES**

### **Section 1: FUNDS**

All money paid to the Club shall be placed in a general operating fund.

### **Section 2: BUDGET**

The Officers shall be the Budget and Finance Committee. At the November Club meeting, the Budget and Finance Committee shall present a proposed budget for the upcoming year for the approval of the Membership of the Club. The budget is a plan that describes the Club's wishes as to how the funds are to be allocated and as such may be revised by the Club at any subsequent meeting.

### **Section 3: DISBURSEMENTS**

Upon election of the Officers at the December meeting, the Treasurer is authorized to make disbursements on accounts and expenses provided for in the budget or approved at a meeting, or related to an activity approved at a meeting, or required to provide for the day to day existence of the Club including liability insurance, and fees. All disbursements shall be by check or electronic transfer.

#### **Section 4: FISCAL YEAR**

The fiscal year of the Club shall be the calendar year.

#### **Section 5: ANNUAL AUDIT**

If requested by the Officers of the Club, the accounts of the Club shall be audited annually as of the close of business December 31<sup>st</sup> by a public accountant who is not the Treasurer. The results of the audit shall be made available to Members of the Club.

### **ARTICLE XI – AUTHORITY**

#### **Section 1: PARLIAMENTARY AUTHORITY**

The current edition of Roberts Rules of Order shall be the final source of authority in all questions of parliamentary procedure when such rules are not consistent with the Charter or By-Laws of the Club.

### **ARTICLE XII – AMENDMENTS**

#### **Sections 1: REVISIONS**

These By-Laws may be amended or altered by a two-thirds (2/3) vote of the Members in good standing present at a regular meeting of the Club. Amendments must be presented in detail at the regular meeting of the Club prior to the meeting at which they will be voted.

#### **Summary of Revisions from February 08, 1994**

Enclosed is the summary of the February 1994 By-Laws revisions for September 2012:

1. General – Section 2 – Purpose: Added item #10

Ringwood Regular Republican Club (RRRC)

2. Article III – Officers: Added more descriptions to Club Officer responsibilities, eliminated 2<sup>nd</sup> Vice-president and added a Public Relations Secretary.
3. Article V – Executive Committee: Changed composition of the Executive Committee and added the role of a chairperson as focal point to coordinate its responsibilities.
4. Article VI – Section 1 – Nominating Committee

Note: Revisions – The first draft of the updated By-Laws went out on September 30, 2012, in addition open Club By-Laws discussion was held at October's Club regular meeting.