

By Laws
Of
North Carolina Federation of Republican Men

Article I. Name

The name of this organization shall be North Carolina Federation of Republican Men, hereinafter also known as the NCFRM.

Article II. Objectives

- 1) The NCFRM exists to further the principles of the North Carolina Republican Party and the Promote Republican candidates in all elections.
- 2) Mission: We, the North Carolina Federation of Republican Men, shall work to promote conservative values in our communities, across our state, and in our government by supporting the principles, objectives, and platform of the North Carolina Republican Party, and always working to elect Republicans across this great state while understanding nothing can be accomplished without God's help and guidance.

Article III. Clubs and Membership

Section 3.01 Eligibility

- (a) Clubs — Membership in the NCFRM shall be open to any Republican Men's Club within North Carolina with (10) or more members who have formed a permanent organization, elected officers, adopted bylaws, paid their annual dues, and who hold at least four meetings within a twelve (12) month period.
- (b) Credentials - Each club must submit credentials annually, date to be set by Executive Committee of NCFRM, to be considered a federated club in good standing. The credentials shall include these items: a copy of the club's bylaws, a list of the club officers and club members (including complete mailing address), and annual dues. These items shall be mailed / emailed to the President and Secretary of the Federation.

Section 3.02 Membership Types

- (a) Club Memberships
 - (i) Club membership carries a \$2.00 per year annual dues per local club member. The Club President / Chairman or designee has a vote on the NCFRM Executive Committee.

(b) Individual Memberships:

- (i) Individual state memberships require a \$25.00 per calendar year membership fee. An individual may participate in Executive Committee Meeting as a non-voting member.

(c) Associate Members

- (i) Associate member dues are \$25.00 per year and payable once per year. Republican Women are eligible and encouraged to become Associate Members. Associate Members cannot hold Office, Vote, or be a club delegate at the NCFRM State Convention. Local Clubs may allow Associate Members to serve on the local Executive Committee if Club Bylaws allow for it.

Section 3.03 Dues

- (a) Payment of dues are to be made prior to or at the annual convention in order to be credentialed and vote at the convention. In Certain cases local clubs may renew prior to 1/1 and provisions are made to accept dues at the beginning of the calendar year.

Section 3.04 Qualifications

- (a) A Club that advocates a split party ticket or supports a candidate running on a ticket other than the Republican Party shall forfeit its membership to the NCFRM.
- (b) Clubs will remain in Good Standing with NCFRM with an annual report to the NCFRM President and Secretary. The Annual report shall be delivered electronically and contain the following items:
 - (i) Roster of Dues paying members including, Name, Address, Email Address, cell phone number, and county of Voter Registration.
 - (ii) Current By-Laws which must be in compliance with NCFRM By-Laws
 - (iii) Dues Payment

Section 3.05 New Clubs

- (a) There shall be no limit to the number of clubs organized within any are. (This should be addressed. It is of paramount importance that we limit conflict between clubs and to that end should move towards larger clubs with resources of programming that 100 30 member clubs across the state)
- (b) Club Organizational Paperwork
 - (i) Organized Clubs wishing to be recognized must submit required paperwork and be approved by the NCFRM State Executive Committee. The following must be provided to the NCFRM Secretary
 - 1) Membership Application
 - 2) Club By-Laws
 - 3) Annual Dues
 - (ii) Upon receipt of membership request and packet, the NCFRM Secretary shall forward to all voting members of the NCFRM Executive Committee for approval. The NCFRM Executive Committee has complete jurisdiction over Application

Acceptance. Approval of Club Membership requires a simple majority of the NCFRM Executive Committee.

Section 3.06 Removal From Membership

- (a) A Club may be removed from membership in the NCFRM by 2/3's vote by the NCFRM Executive Committee for the following reasons:
- (i) Non-Payment of Dues – Dues shall be considered delinquent if not paid within 30 days of the Annual NCFRM Convention or the Annual Renewal date of the local clubs admission to the NCFRM.
 - (ii) Failure to maintain membership requirements and qualifications as set forth in the NCFRM By Laws.
 - (iii) Affiliation with any partisan or non-partisan political organization that objective is in opposition to the Mission and Objective of the NCFRM.

Section 3.07 Reinstatement of Membership

- (a) A Club removed from membership, may re-apply for membership after a term of probation. The probationary period shall not be longer than one year. The Club shall operate under the requirements and qualifications of the NCFRM By-Laws. Reinstatement may be granted by majority vote of the NCFRM Executive Committee.

Article IV. Officers, Committee Members, and Duties

Section 4.01 Eligibility

- (a) Each elected or appointed officer and committee Members shall be active members, in good standing, of a NCFRM Club. If an office holder is eligible to vote in more than one capacity on the state Executive Committee, he shall be limited to one vote regardless of the number of positions held. Associate Members are not eligible to hold NCFRM office.

Section 4.02 Officers (Board of Directors)

- (a) The officers of the NCFRM shall be:
- (i) President
 - (ii) Executive Vice President
 - (iii) District Vice Presidents (Number dependent on number of Districts in Addendum)
 - (iv) Secretary
 - (v) Assistant Secretary
 - (vi) Treasurer
 - (vii) Assistant Treasurer
 - (viii) Immediate Past President –If willing to serve.
 - 1) If Immediate Past President is unwilling to serve, there will be an election of an At Large Position.
 - (ix) Chaplin

Section 4.03 Terms of Office

- (a) All officers shall be elected at the annual convention of the NCFRM and serve for a term of two years. Officer Elections shall take place during the odd year convention.
- (b) Officers shall take the office immediately following the election and being duly sworn in.

Section 4.04 Duties of Officers

- (a) The President of the NCFRM
 - (i) Shall preside over all meeting of the NCFRM and the NCFRM Executive Committee
 - (ii) Appoint all committee Chairmen, Subject to approval from the Executive Committee
 - (iii) Serve as ex-officio member of all committees
 - (iv) Represent the NCFRM on the NCGOP Central and Executive Committees as provided in the NCGOP Plan of Organization
 - (v) Responsible for day to day affairs of the NCFRM
 - (vi) Acts as official liaison between NCFRM and District Vice Presidents
- (b) Executive Vice President
 - (i) Presides over meetings of the NCFRM and its Executive Committee in the absence of the President
 - (ii) Serves as an ex-officio member of all committee except Nominating Committee
 - (iii) Other responsibilities as requested by the President
- (c) District Vice President
 - (i) Promote growth of existing clubs.
 - (ii) Work with interested groups who wish to join the NCFRM.
 - (iii) Serve as liaison between the NCFRM and the Local clubs and organizing groups with in their region.
 - (iv) Serve as voting member on the NCFRM Board and Executive Committee
- (d) Secretary
 - (i) Maintain minutes of all meetings of the NCFRM and the NCFRM Executive Committee
 - (ii) Deliver minutes of meetings to members within 20 days of the adjournment of said meeting
 - (iii) Keep accurate attendance records of all meetings of the NCFRM
 - (iv) Prepare Credentials for the Annual Convention subject to approval of the NCFRM Executive Committee
 - (v) Maintain permanent records of NCFRM and deliver them to the successor upon leaving office.
 - (vi) Serve on the NCFRM Board and Executive Committee
- (e) Assistant Secretary
 - (i) Serve as Primary Secretary in the absence of Secretary at NCFRM meetings.

- (ii) Support Secretary in taking of Minutes
- (iii) Serve as voting member on the NCFRM Board and Executive Committee
- (f) Treasurer
 - (i) Custodian of all funds of the NCFRM
 - (ii) Disburse funds as directed by the President if less than \$500.00, or as directed by the NCFRM Executive Committee if expense exceed \$500.00
 - (iii) Keep accurate account of all disbursements with vouchers approved and President and Treasurer
 - (iv) Send notices of unpaid dues to the NCFRM
 - (v) Provide written reports of all receipts and disbursements for all meetings and as otherwise directed by the President.
 - (vi) File all required reports with the NC State Board of Elections in a timely manner set by the NC State Board of Elections
 - (vii) Serve as voting member on the NCFRM Board and Executive Committee
- (g) Assistant Treasurer
 - (i) Support the Treasurer in maintaining accurate financial records
 - (ii) Support Treasure in necessary filings with the NC State Board of Elections
 - (iii) Serves in place of Treasurer in their absence at meetings of the NCFRM
 - (iv) Serve on the NCFRM Board and Executive Committee
- (h) Chaplin
 - (i) The Chaplin will open all meetings with prayer.
 - (ii) Serve as a voting member of the NFRM Board and Executive Committee
- (i) Immediate Past President / Member at Large
 - (i) Serve in advisory capacity to NCFRM President and Board
 - (ii) Voting member of the NCFRM Board and Executive Committee

Section 4.05 Resignation for Office

- (a) A vacancy on the Board or in the Executive Committee shall be filled by election of the remaining members of the Executive Committee at the next meeting of the Executive Committee where a quorum is present. A special meeting may be called for this task.

Section 4.06 Officers Records

- (a) All officers and committee Chairmen shall deliver all records, files, and NCFRM property to the newly elected NCFRM President upon adjournment of the Annual Convention / Meeting.

Section 4.07 Impeachment and Removal from Office

- (a) An elected officer may be impeached and removed from office for cause upon the officer's malfeasance; neglect of duty; dishonesty; the officer's conviction for a crime directly or indirectly involving his duties as an officer (other than a traffic violation) or any crime involving dishonesty, corruption, baseness or depravity; the officer's conviction of a felony; an act of moral turpitude directly and substantially

impairing his ability to reasonably perform his duties; an act contrary to his officeholding involving personal gain to him; an act which is injurious to the political or economic well-being of the NCFRM; or for any act in violation of these bylaws.

(b) The Process is as follows:

- (i) A petition for removal signed by five members of the Executive Committee stating a cause for removal as stated in paragraph a above, and calling for a meeting to consider the removal of the officer in question. If a member of the Executive Board signs the petition, he or she shall be disqualified from considering or voting on the removal.
- (ii) Upon submission of the petition, the President (unless the President is the subject of the Petition, in which case, the Vice President) shall call a special board meeting within six weeks of the submission of the petition, with three weeks written notice via electronic mail to each board member. In lieu of a special board meeting, the President may appoint three members of the Executive Board to conduct the hearing and make a recommendation to the full Executive Board.
- (iii) At the hearing, the petitioners shall, by clear and convincing evidence, demonstrate that the officer is guilty of an act justifying impeachment and removal as provided in paragraph a above. The formal rules of evidence shall not apply, but hearsay alone shall not constitute a basis for removal.
- (iv) To be removed shall require a 2/3 vote of the entire Executive Board.
- (v) In the case of the Treasurer failing to file required reports to the State Board of Elections, it shall be considered a prima facie matter constituting grounds for removal from office, with no further notice shall be required to be given to the Executive Board. Instead, consideration of such removal shall be considered at the next duly called Executive Board meeting.

Article V. Executive Committee

Section 5.01 Executive Committee

(a) Membership

- (i) President
- (ii) Executive Vice President
- (iii) District Vice President
- (iv) Secretary
- (v) Assistant Secretary
- (vi) Treasurer
- (vii) Assistant Treasurer
- (viii) Chaplin
- (ix) Immediate Past President / Member at Large
- (x) Additional Voting members to include: Appointed NCFRM Committee Chairmen, Club President or Vice President in the Presidents Absence, and one additional voting member from each club for each 10 dues paying members on the role.

Section 5.02 Duties

- (a) Approve Annual budget and set dues
- (b) Approve Committee Chairmen
- (c) Approve Acceptance, removal and reinstatement of clubs
- (d) Establish amount of Bond for Treasure and other officers of NCFRM
- (e) Establish and approve Standing Rules or Operating Procedure necessary to carry out the work of the NCFRM not in conflict with the NCFRM Bylaws.

Section 5.03 Meetings

- (a) The Executive Committee shall meet at least four (4) times per year and at the call of the President or a quorum of the members of the Executive Committee. Meetings may be conducted by conference call or video conference.
- (b) The Uses of Roberts Rules of Order will apply to the conduct of NCFRM Meetings.

Section 5.04 Quorum

- (a) A quorum of the NCFRM or NCFRM Executive Committee shall be twenty-five percent (25%) of its voting members.

Article VI. Endorsements

Section 6.01 The NCFRM will normally refrain from making public endorsements in contested primaries / nonpartisan elections. We establish the following special provision to allow the Executive Committee to research, vet and vote on providing endorsements in both contested primaries and nonpartisan elections. The following process will be followed:

- (a) The Electioneering Committee (EIC) will accept nominations for endorsement from any voting Executive Committee member. EIC is charged with vetting nominees and presenting motions for all endorsement requests to the voting members of the Executive Committee at a regularly scheduled or special meeting of the Executive Committee.
- (b) A vote of 60% of those Executive Committee voting members present shall be required for each candidate to be endorsed. The President may cast a vote in the event the nominee has at least 50% but not 60% of the Executive Committee vote.
- (c) After an endorsement is approved, the candidate will be given an opportunity to provide input into the NCFRM press release. The Communications committee will post the endorsement on NCFRM social media sites and provide an email copy to all club members and the endorsed candidate

Article VII. Nominations and Elections

Section 7.01 Nominations

- (a) At the Annual Meeting, nominations for Officers and Members of the Executive Committee may be made from the floor following the approval of the Credentials Report of the Executive Committee, as read by the Secretary.
- (b) Any member of a federated club, who is in good standing, may be nominated and elected to serve as an officer. Affiliated members may not serve as officers.

Section 7.02 Elections

- (a) Election of statewide officers, including District Vice Presidents shall be by paper ballot, and a majority of all votes cast shall constitute an election. In the case of a contested election, each candidate will appoint two (2) delegates to count the ballots. (a majority is required for election so when necessary the two with the highest votes will move to the Second Ballot.)
- (b) The Secretary shall furnish the Chairman of the Annual Meeting with a list of certified delegates, who are entitled to vote, no later than one (1) hour prior to the beginning of the Annual Meeting.
- (c) Time shall be allowed for the delegates to caucus by club before elections if there is more than one (1) nominee for an office.

Article VIII. Credentials

Section 8.01 Club Dues

- (a) Each member club of the NCFRM shall contribute annually two (2) dollars per each individual member currently belonging to that club, remitted to the Secretary along with their annual credentials. The dues must be postmarked or received on or before at least thirty (30) days prior to the annual meeting in order to be considered an active club for the Annual Convention.
- (b) All clubs shall send a complete roster of officers and members, including their complete mailing addresses, to the NCFRM Secretary along with their annual member dues. The roster must be postmarked, emailed or received on or before at least thirty (30) days prior to the Annual Meeting in order to be considered an active club for the following year.
- (c) The fiscal year of the NCFRM shall be from the day after the Annual Meeting of one year through the Annual Meeting of the next year. Local clubs must remit their dues to NCFRM within 30 days of the local dues renewal period in order to be in good standing with NCFRM. Any club with delinquent status shall not be considered as delegates to the Annual Meeting and shall be subject to removal from membership by the Executive Committee.

Article IX. Annual Convention

Section 9.01 NCFRM Annual Convention / Meeting

(a) Time and Place

- (i) The annual meeting of the NCFRM shall be held each year in the period between January 1 and the date of the NCGOP Convention at such time and place as shall be selected by the Executive Committee. The official call of the annual meeting shall be postmarked at least thirty (30) days prior to the meeting.

Section 9.02 Representation

- (a) Individual Men's Club representation at the statewide annual meeting shall be on the basis of one (1) delegate for every ten (10) members, and the Club is entitled to register one (1) alternate for every delegate chosen.

Section 9.03 Quorum

- (a) The Majority of attending delegates registered delegates shall constitute a Quorum

Article X. Regions of the Federation

Section 10.01 The Regions of the NCFRM shall be allocated based on the addendum attached. Counties in a district may be transferred to a new district to maintain balance. This transfer may occur with action taken by the NCFRM Executive Committee. A new district may only be created at the annual convention as it will require a bylaw revision and add a member to the State NCFRM Executive Committee.

Section 10.02 The Executive Committee may designate one or more District Captains within each district to work with the Regional Director to assist the development of existing clubs and initiate the federating of new clubs. Such District captain shall not be a member of the Executive Committee, but shall report to the Executive Committee from time to time on his work in his respective district.

Article XI. Amendments

Any Club or Executive Committee Member may propose an amendment so long as those amendment(s) have been provided to the NCFRM Secretary no later than 7 calendar days prior to the State Convention date. The Secretary will make the proposed amendments available to all Club Presidents for consideration by its Executive Committee, as well as, distribute copies to all State Executive Committee members. The proposed amendment(s) will be added to the agenda and considered at the Convention. Voting may be by voice or paper ballot, at the President's discretion.


If any Club President or State Executive Board officer wishes to proposed an amendment in the interim between Conventions, he must send that proposed amendment to the

NCFRM Secretary and President for consideration and scheduling. It shall be the decision of the State Executive Committee as to consider the request in interim or wait until the next Convention for consideration. Voting may be by voice or paper ballot, at the President's discretion.

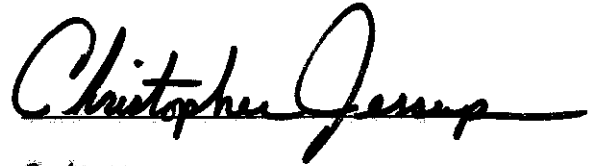
Article XII. Parliamentary Authority

Roberts Rules of Order Newly Revised or the latest edition thereof, shall govern the NCFRM in all instances in which they are applicable and in which they are not inconsistent with these bylaws.

These bylaws were approved in Convention July 25, 2020.



Bob Pruett
President



C. Jessup
Assistant Secretary (Acting as Secretary)