

QUAIL CREEK REPUBLICANS

By-laws

ARTICLE I—Organization

Section 1. The name of the organization is the Quail Creek Republicans (QCR).

Section 2. The purpose of the organization is to support and promote the principles and objectives of the Republican Party in the community known as Quail Creek, Arizona and to support and promote the common goals of the Greater Green Valley Republican Club, the Green Valley Republican Women, Legislative District 30 Republicans, Pima County Republicans, and other local Republican organizations.

Section 3. The Quail Creek Republicans is an instrumentality of the Quail Creek Property Owners Association. Upon dissolution any assets remaining after the payment of any debts or other obligations shall be made over to the Quail Creek Property Owners Association.

Section 4. Any person who resides in Quail Creek and supports the principles and objectives of the Republican Party is eligible for membership in the organization. Membership is effectuated by submitting to the organization a QCR application and any applicable dues payment.

Section 5. Dues may be established by a vote at an annual meeting or other meeting of the general membership. In the event that dues are instituted, the payment of dues (annual or otherwise) is a requirement for membership in the organization.

Section 6. A person in compliance with Article I, Sections 4 &5 is a member in good standing. A member shall be removed from the membership rolls if he/she is not in compliance with Article I, Sections 4 & 5. A member may be removed for good cause, in such case the procedures of Article III, Section 6 shall apply.

ARTICLE II—General

Section 1. For purposes of these by-laws “members in good standing” are those members who are in compliance with Article I, Sections 4 & 5 as evidenced by the records maintained by the Board of Directors.

Section 2. *Robert’s Rules of Order, Newly Revised* shall govern any matters not governed by these by-laws.

Section 3. Notice of meetings of the general membership and the Board of Directors shall be provided by utilizing the Quail Creek Home Owners Association “Monday e-mail.” If the Board of Directors determines that circumstances do not permit reasonable notice by utilizing the Quail Creek Home Owners Association “Monday e-mail,” notice may be effectuated by e-mail, phone call, mail, or other means as determined by the

Board of Directors utilizing the membership information maintained by the Membership chair. Other notices provided by these by-laws may be effectuated by e-mail, phone call, mail, or other means as determined by the Board of Directors utilizing the membership information maintained by the Membership chair.

Section 4. In the event of exigent circumstances, the President may call a meeting of the Board of Directors without notice to the general membership. The details of actions taken at this meeting shall be reported at the next general meeting of the membership.

ARTICLE III—Meetings of the Membership

Section 1. An annual meeting of the general membership upon reasonable notice shall occur as soon as practicable after January 1 for the election of officers and other business properly brought before the membership.

Section 2. Other meetings of the general membership upon reasonable notice may be scheduled throughout the year at the call of the President or the Board of Directors.

Section 3. A majority of the members in good standing upon reasonable notice may call a meeting of the general membership.

Section 4. A quorum shall be a majority of those members in good standing present at the annual meeting or general membership meeting.

Section 5. Meetings shall be conducted in accordance with these by-laws and *Robert's Rules of Order, Newly Revised* shall resolve any matters not governed by these by-laws.

ARTICLE IV—Officers

Section 1. The officers of the Quail Creek Republicans shall be: the President, the 1st Vice President, the 2nd Vice President, the Secretary, the Treasurer, the Program Chair, and the Membership Chair. Collectively these officers shall be known as the Board of Directors.

Section 2. The officers shall be members in good standing of the QCR and elected by the membership at the annual meeting for a term of one year and until his/her successor has assumed his/her office.

Section 3. The President shall not serve more than two consecutive terms of office.

Section 4. The first officers of the QCR shall be elected by the membership at its initial meeting after adoption of these by-laws. Their initial term of office shall commence immediately after this election and the officers shall serve until his/her successor has assumed his/her office. The initial term of the first elected President shall not be deemed a term of office for purposes of Article IV, Sec. 3.

Sections 5. In the event of a vacancy in the office of President, the 1st Vice President shall assume the office. If the vacancy is filled prior to July 1, this shall constitute a term of office for purposes of Article IV, Sec. 3; however, if the vacancy is filled July 1 or thereafter, this shall not constitute a term of office for purposes of Article IV, Sec. 3. If the 1st Vice President is unable to serve as President, the line of succession shall be the 2nd Vice President, the Secretary, the Treasurer, the Program Chair, and the Membership Chair. All other vacancies among the officers shall be filled by appointment of the Board of Directors and the appointed officer shall serve for the remaining term of the vacated officer.

Section 6. An officer may be removed for good cause after notice, the opportunity to be heard before the Board of Directors, and upon the vote of a majority of the members of the Board of Directors of the existence of good cause or by a majority vote of the QCR members in good standing of the existence of good cause. The failure of an officer to attend 50% of the meetings of the membership or 50% of the meetings of the Board of Directors during any consecutive four month period shall be deemed good cause, unless a majority of the Board of Directors finds such absences unavoidable. For purposes of this Section, the officer in question shall not sit as a member of the Board of Directors, be considered as a member of the Board for determining a quorum or a majority, vote as a member of the Board of Directors, vote as a QCR member in good standing, nor be considered as a member in good standing for determining a majority.

ARTICLES V—Duties of the Officers and Board of Directors

Section 1. The President shall be the presiding officer of the annual meeting, meetings of the general membership, and meetings of the Board of Directors. The President shall be entitled to vote at these meetings. Unless otherwise provided in these by-laws, he/she shall appoint the chair and members of all QCR committees. The President shall be a voting member of all such committees, except any nominating committee or audit committee. The President shall perform all other duties ordinarily pertaining to the office of President.

Section 2. The 1st Vice President shall execute the duties of the President in the absence of the President. The Vice President shall be responsible for publicity and public relations for the QCR, including the preparation of any QCR newsletter. The 1st Vice President shall also assist the President as directed by the President. The 1st Vice President shall perform all other duties ordinarily pertaining to the office of Vice President. In his/her absence, the President may appoint another member of the Board to temporarily perform any necessary publicity or public relations duties of the 1st Vice President.

Section 3. The 2nd Vice President shall be responsible for keeping the members and board of directors apprised of any federal, state, county, and local proposals, actions, legislation, or court decisions that may be of interest to the QCR and apprised of the actions of any government official or any candidate or potential candidate for office that may be of interest to the QCR. He/she shall exercise his/her duties in consultation with

the President and the Board of Directors. The 2nd Vice President, with the approval of the President, may appoint from the general membership a committee to assist in the performance of his/her duties. In his/her absence, the President may appoint another member of the Board to temporarily perform any necessary duties of the 2nd Vice President.

Section 4. The Secretary shall record the minutes of the meetings; maintain the records of the QCR; perform all duties ordinarily pertaining to the office of Secretary. In his/her absence, the President may appoint another member of the Board to act as Secretary to temporarily perform any necessary duties.

Section 5. The Treasurer shall receive any dues, contributions, or monies paid to the QCR; safeguard the funds of the QCR; and perform all duties ordinarily pertaining to the office of Treasurer. In his/her absence, the President may appoint another member of the Board to act as Treasurer to temporarily perform any necessary duties.

Section 6. The Program Chair shall be responsible for arranging the meetings of the members, events, programs, or speakers for the QCR. He/she shall exercise his/her duties in consultation with the President and the Board of Directors. The Program Chair, with the approval of the President, may appoint from the general membership a committee to assist in the performance of his/her duties. In his/her absence, the President may appoint another member of the Board to act as Program Chair to temporarily perform any necessary duties.

Section 7. The Membership Chair shall maintain the roster of the general membership of the QCR who are in good standing. He/she shall plan and conduct operations on a continuing basis to increase the membership of the QCR and perform such necessary associated duties. The Membership Chair, with the approval of the President, may appoint from the general membership a committee to assist in the performance of his/her duties. In his/her absence, the President may appoint another member of the Board to act as Membership Chair to temporarily perform any necessary duties.

Section 8. The Board of Directors shall be responsible for conducting the necessary activities and affairs of the QCR and act on behalf of the QCR in this regard during the periods of time between the meetings of the general membership.

ARTICLE VI—Meetings of the Board of Directors

Section 1. The Board of Directors shall meet at least once quarterly (Jan.-March, April-June, July-September, October-December); except the Board, by majority vote, may omit a meeting during the July-September period. The Board of Directors shall also meet at the call of the President, of a majority of the members of the Board of Directors, or 20% of the QCR members in good standing.

Section 2. The Board shall conduct necessary business of the QCR and plan initiatives and programs for the benefit, enjoyment, and improvement of the QCR.

Section 3. A quorum to conduct business shall be a majority of the Board. However, any vacancy in an office shall not be considered in determining a majority of the Board of Directors.

Section 4. The meetings of the Board of Directors shall be open to QCR members in good standing. The attendee may speak at the appropriate point determined by the President, when recognized by the President, and for the time allotted by the President. The attendee is not entitled to vote at the meeting of the Board of Directors.

Section 5. Meetings shall be conducted in accordance with these by-laws and *Robert's Rules of Order, Newly Revised* shall resolve any matters not governed by these by-laws.

ARTICLE VII—Finances.

Section 1. No financial obligations shall be incurred by the QCR without a majority vote of the Board of Directors or majority vote at a meeting of the general membership.

Section 2. The QCR shall adhere to the requirements of the Quail Creek Property Owners Association in regard to the collections, handling, and expenditure of any organization funds.

ARTICLE VIII-Endorsements.

Section 1. The QCR shall not endorse any candidate in a contested primary contest.

Section 2. A member of the Board of Directors of the QCR shall not endorse any candidate in a contested primary contest by identifying himself/herself as a member of the Board of Director of the QCR.

Section 3. The QCR may, after careful review and consideration, offer its recommendation on any initiative or proposition on the ballot.

Section 4. The QRC or the Board of Directors shall not endorse any candidate from any other party.

ARTICLE IX—Amendments.

Section 1. These by-laws may be revised or amended at a general meeting of the membership by a two-thirds (2/3) vote of the members in good standing present, provided such proposal shall have been previously approved by a majority of the Board of Directors.

Section 2. These by-laws may be revised or amended at a general meeting of the membership by a majority vote of the members in good standing.

Adopted June, 30, 2006

Amended January 19, 2007