

North Carolina Federation of Republican Welcome

A member of National Federation of Republican Women since 1953

BYLAWS

As Amended February 13, 2010 at the NCFRW Board of Directors Meeting in Pinehurst, North Carolina.

ARTICLE I

NAME

The name of the organization shall be the NORTH CAROLINA FEDERATION OF REPUBLICAN WOMEN, hereafter referred to as NCFRW.

ARTICLE II

OBJECTIVES

The bylaws and objectives of NCFRW shall be consistent with those of the National Federation of Republican Women, herein referred to as NFRW,

The objectives of this organization shall be:

- to promote an informed public through political education and activity
- to increase the effectiveness of women in the cause of good government
- to facilitate cooperation among the National and North Carolina Federations of Republican Women and the Republican Women's Clubs
- to foster loyalty to the Republican Party and to promote its principles and candidates in all elections, including nonpartisan elections
- to support the objectives and policies of the Republican National and North Carolina Central Committees and to work for the election of Republican Party nominees.

ARTICLE III

MEMBERSHIP

Section 1. Member In Good Standing:

An individual active member in good standing is one whose current dues are paid in a NCFRW affiliated unit club; who supports Article II of these bylaws and who is a registered Republican or has intent to register Republican when eligible. A unit club in good standing is one whose current dues and service charges are paid; and supports the bylaws and objectives of NCFRW, and whose bylaws shall not be in conflict with NCFRW bylaws..

Section 2. Eligibility:

- A. Unit Clubs - Membership in the NCFRW shall be open to any Republican Women's Club of ten or more members who form a permanent organization, elect officers, adopt bylaws, pay dues and service charge, and hold at least five meetings within a twelve month period. The latter shall apply only to clubs where unusual circumstances prohibit more frequent meetings.
- B. Local Club Associate Members
 1. Republican women who have primary membership in a federated local club are eligible for associate membership in local clubs upon payment of the required annual dues. Associate members cannot hold office, vote, or be counted for the purpose of determining the number of delegates to national or state federation meetings or conventions.
 2. Republican men are eligible for associate membership upon payment of the required annual dues to the local club. They cannot hold office, have a voice or vote or be counted for the purpose of determining the number of delegates to national or state federation meetings or conventions. Republican men who are associate members do not become members of the state federation or the NFRW.
- C. NCFRW Associate Membership - Any Republican woman who is an elected official or appointee or

the wife of an elected official or appointee and whose official duties preclude active participation in a unit club may be granted an NCFRW Associate Membership upon payment of NCFRW dues. An individual in an area where a federated club does not exist may also apply for NCFRW Associate Membership. NCFRW Associate Members will receive regular mailings and may attend meetings, but cannot make motions, have a vote, hold office, or be counted for representation to State or National conventions. Such Associate Membership does not preclude an individual from privileges of regular membership in a unit club in which she may be a regular member in good standing.

- D. Honorary Life Membership - Any unit club in good standing may nominate for NCFRW Honorary Life Membership a member who meets the qualifications established by the Honorary Life Membership Committee. Such member is exempt from regular annual NCFRW dues, but is entitled to no additional privileges and shall continue to pay annual National Federation dues and NCFRW Newsletter subscription.

Section 3. Qualifications:

- A. A club may be admitted to and continued in membership if its bylaws are not in conflict with NCFRW and NFRW bylaws and objectives.
- B. A club shall not be admitted to or continued in membership that supports a candidate running on an opposition ticket.
- C. A new club shall be admitted to membership only after approval of its bylaws by the NCFRW Executive Committee and the payment of dues and service charge. This provision shall be enforced. All unit club bylaws shall provide for election of a Nominating Committee by September 30, presentation of a slate of officers by October 31, election of officers by November 30, with installation of officers by December 31.
- D. The word "Republican" shall be included in the title of all unit clubs. The word "Federation" shall not be used in the title of any club.

Section 4. Application for New Clubs:

- A. There shall be no limit as to the number of clubs that can be organized within any area. A new club must be in good standing for at least six months prior to the National Federation of Republican Women Biennial Convention to be eligible for representation. The six-month period will begin as of the date the NCFRW President notifies the NFRW President that the bylaws of the club have been approved by the NCFRW Executive Committee. This notification shall be immediate and shall be accompanied by the name of the club and the name and address of the president.
- B. Application for club membership, bylaws, dues, and service charge shall be sent to the President of the NCFRW. Applications shall be in duplicate and shall be accompanied by a typed list in alphabetical order, also in duplicate, of names and addresses, including 5-digit zip codes +4 of club officers and each member. The list shall include the telephone numbers of club officers.
- C. The Executive Committee shall have complete jurisdiction over applications. Acceptance shall be by majority vote of the Committee.
- D. A new club must be in good standing for at least forty-five calendar days prior to the NCFRW Biennial Convention to be eligible for representation.

Section 5. Removal from Membership:

A unit club may be removed from membership in the NCFRW by a two-thirds vote of the Executive Committee for the following reasons:

- A. Non-payment of dues and service charges.

- B. Failure to maintain the membership requirements and qualifications as set forth in Article III, Section I.A. and Section 2.A-D.
- C. Affiliation with any political organization which is not officially recognized as a part of the NFRW, the NCFRW, and the Republican National Committee. This applies to unit clubs as entities and not to individual members.
- D. Assets and Name Use:
 - 1. The assets, upon dissolution of a unit club, shall be distributed to the superior body, i.e. the NCFRW. None of the assets shall be distributed to any officer or member of the organization.
 - 2. The right to the use of the name of a dissolved club shall revert to the superior body.

Section 6. Reinstatement to Membership:

A unit club, removed from membership, may re-apply for membership after a term of probation wherein the club has functioned under the requirements and qualifications as specified in Article III, Section IA and Section 2A-D. Reinstatement may be granted by a two-thirds vote of the Executive Committee.

**ARTICLE IV
OFFICERS AND THEIR DUTIES**

Section 1. Eligibility:

Each elected or appointed officer and members of standing and special committees shall be active members in good standing of a unit club.

Section 2. Officers:

- A. Elected officers of the North Carolina Federation of Republican Women shall be a president, five regional vice presidents, secretary, assistant secretary, treasurer, and assistant treasurer. The immediate past president shall be an officer of the NCFRW for one year following her retirement as president and shall perform the duties of the president in the absence of the president. After the first year of the biennium, the Regional Vice President for the area where the Executive Committee and Board of Directors meetings are being held shall preside in the absence of the President.
- B. At the first meeting of the Executive Committee upon taking office the Committee shall elect one Vice President to represent the President at Central Committee and Executive Committee Meetings of the North Carolina Republican Party in the event that the President is unable to attend any such meetings.
- C. At the Executive Committee Meeting immediately prior to the expiration of the Immediate Past President's term of membership on the Committee, or immediately after her notifying the Committee of her inability to continue to serve on the Committee, the Committee shall elect one Vice President to serve as Acting President until the next scheduled Executive Board Meeting in the event that the President is unable to serve her full term of office.

Section 3. Terms of Office:

All officers shall be elected at the Biennial Convention for terms of two years and no officer shall serve more than two terms in the same office.

Officers shall be installed at the Fall Board of Directors meeting which shall be held in the period between the NFRW Biennial Convention and December 1. Officers shall take office immediately upon installation.

In the period between the Biennial Convention and fall Board Meeting, the officers-elect shall

participate in all meetings of the Executive Committee and the Board of Directors.

Section 4. Duties of the Officers:

A. The President shall:

1. preside at all Meetings of the NCFRW, the Board of Directors and Executive Committee;
2. appoint all standing and special committees, except the Nominating Committee, the appointment of all chairmen to be approved by the Executive Committee;
3. appoint a Parliamentarian, a Chaplain, an Auditor, an Historian, and an Executive Secretary, who shall be non-voting members of the Board of Directors. If an appointee holding a non-voting position of the Board concurrently holds a voting membership, she shall be entitled to vote;
4. appoint chairmen of such special committees as may be deemed advisable to carry out the programs of the NCFRW;
5. appoint an elections committee of not less than three members at the last Board of Directors meeting prior to the Biennial Convention;
6. serve as ex-officio member of all committees except the Nominating Committee;
7. represent the NCFRW on the NFRW Board of Directors as specified in the NFRW Bylaws;
8. represent the NCFRW on the North Carolina Republican Central and Executive Committee as provided by the NCGOP Plan of Organization;
9. represent the NCFRW at all times or designate a member of her governing body to do so in her absence or inability to do so, except as provided for in Section 2. A.. above;
10. issue the official call to the Biennial Convention at least forty-five days prior to the date of the convention; upon receipt of a club application for membership, deliver the duplicate copies of the application and list of members and officers together with the check for dues and service charge to the Treasurer and refer the bylaws to all members of the Executive Committee for review;
11. upon approval of a new club's bylaws, send notification of the club name and the name and address of the president together with NCFRW check for the new club's NFRW dues and service charge to the President of the NFRW;
12. formulate a program of action and, assisted by the Treasurer and Assistant Treasurer, prepare an annual budget, both to be presented to the Executive Committee for approval and to the Board of Directors for adoption no later than the Winter Board meeting in budget year;
13. certify to the NFRW President the names of the clubs whose state and national dues are paid, the number of members in each club, and the names and addresses with 5-digit zip codes +4 of the club presidents at least ninety days before the National Biennial Convention;
14. send the names and addresses with 5-digit zip codes +4 of the NCFRW delegates-at-large and alternates at-large to the NFRW President on credentials forms provided by the NFRW no later than twenty days prior to the National Biennial Convention;
15. maintain the files of the NCFRW and deliver them to her successor immediately upon retirement from office;
16. obtain complete membership lists from unit clubs and place such lists under irrevocable trust for the exclusive use of the NCFRW, as authorized by the Executive Committee for NCFRW communications only. Any misuse of the NCFRW membership list or a unit club membership list by a member for personal gain shall constitute grounds for expulsion from the NCFRW at all levels.

B. Each of the five Regional Vice Presidents shall:

1. promote extension of clubs in areas assigned by the President with the consent of the Board of Directors ;
2. may preside at one regional meeting per year to be called for the benefit of the officers and members of the unit clubs within her region. Every effort shall be made to make such Regional Meetings self-supporting through the imposition of reasonable and appropriate Registration Fees; however, the Executive Board may budget for and provide NCFRW funds to each Region for the purpose of securing appropriate locations and arrangements for such Meetings. All

income from Registration Fees shall revert to the NCFRW.

3. act as liaison between unit clubs in her area and the Board of Directors;
4. recommend to the Executive Committee for approval the appointment to the Board of Directors of a maximum of four area representatives;
5. maintain open communications with the county organizations of the North Carolina Republican Party, assisting with the work of the Party however possible.
6. act for the President when requested to do so.
7. perform such other duties as may be assigned by the President.

C. The Secretary shall

1. keep the minutes of all meetings of the NCFRW, the Board of Directors, and the Executive Committee;
2. furnish copies of Board Meeting minutes to its members within twenty days after the meeting;
3. keep an accurate roll of member clubs of the NCFRW, a copy of the bylaws, rules, resolutions, and all filed reports;
4. keep an account of attendance all Board of Directors and Executive Committee meetings;
5. perform such other duties as may be assigned by the President.

D. The Assistant Secretary shall:

1. assume the duties of the Secretary whenever necessary;
2. be informed and fully prepared so that assumption of duties of the Secretary could be immediate;
3. attend all meetings of the NCFRW;
4. perform such other duties as may be assigned by the President.

E. The Treasurer shall:

1. be custodian of all funds of the NCFRW;
2. disburse funds as directed by the President if funds are included in the budget approved by the Board of Directors, and as covered by the Policies.
3. keep an account of disbursements with vouchers approved by the President and one additional elected officer with the exception of the Treasurer;
4. send notices of unpaid dues to member clubs;
5. make a written report of all receipts and disbursements for all meetings and as otherwise directed by the President, serve as ex-officio member of the Fund Raising Committee and the Convention Credentials Committee;
6. assist the President in preparation of the annual budget;
7. perform such other duties as may be assigned by the President.
8. Bonded by NCFRW.
9. Completed Treasurer Certification by NC Board of Elections per North Carolina Campaign Finance Law.

F. The Assistant Treasurer shall:

1. assume the duties of the Treasurer whenever necessary;
2. be informed and fully accredited, so the assumption of duties of the Treasurer could be immediate and attend all meetings of the NCFRW;
3. assist the President and the Treasurer in preparation of the annual budget;
4. perform such other duties as may be assigned by the President.
5. Bonded by NCFRW
6. Completed Treasurer Certification by NC Board of Elections per North Carolina Campaign Finance.

Section 5. Resignation from Office:

- A. Should a NCFRW President or unit club president file for election to public office, she must first resign from Federation office or club presidency.
- B. Should a NCFRW President publicly endorse a candidate during a primary election cycle when more than one Republican candidate is running for the same office, she must first resign from office.
- C. Should a NCFRW officer or unit club president endorse or support a candidate on an opposition ticket or a candidate running against a Republican candidate, she must first resign her office.

Section 6. Removal from Office:

Any Officer of the NCFRW may be removed by a 2/3's vote of the Executive Committee after being furnished with notice of the charges against her, signed by not less than 4 members of the Executive Committee, provided that she has been furnished with 2 weeks notice of such charges and is given an opportunity to present a defense. Removal shall be confined to gross inefficiency, party disloyalty as defined in the NCGOP Plan of Organization, or failure to fulfill her duties as enumerated in the appropriate Sections of Article IV above.

Section 7. Vacancies:

A vacancy in an elective office shall be filled by election by the Board of Directors at the meeting following the vacancy. Notice of such vacancy shall be given to the members of the Board of Directors with the call to the meeting. An officer elected to fill an unexpired term of one year or less is eligible to succeed herself for two full two-year terms.

Section 8. Officer's Records

All officers and committee chairmen shall deliver all records, files and properties of the NCFRW to their
 B. Representation successors within one month after retiring from office.

ARTICLE V

EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS

Section 1. Executive Committee:

A. Membership:

The elected NCFRW officers: president, five regional vice presidents, secretary, assistant secretary, treasurer, assistant treasurer and the Immediate Past President, provided the Immediate Past President has not resigned or been asked to resign due to negligence in the fulfillment of her duties, for one year following her term of office.

B. Duties:

1. approve standing and special committee chairmen;
2. approve acceptance, removals, and reinstatements of all unit clubs;
3. approve the appointment of area representatives;
4. recommend to the Board of Directors the annual budget and program of action for adoption;

B. Representation
 excess of the budget as

5. direct the disbursement of funds within the adopted budget and in excess of the budget as outlined by the Policies;
6. determine amount and establish bond for the Treasurer and/or Assistant Treasurer, to be paid by NCFRW;
7. select the place and date (between March 1 and June 1) for the Biennial Convention;
8. adopt standing rules necessary to carry on the work of the NCFRW
9. shall have the power to employ on a part-time or full-time basis an Executive Secretary to facilitate on a day-by-day basis the program of action adopted by the Board of Directors.
10. remove for cause, at the sole discretion of the Executive Committee, from membership or from any NCFRW office or position of any kind, by a two-thirds vote, any NCFRW member,

officer, or any member of the NCFRW Board of Directors or any state appointee. Cause for such removal shall include, with limitation, the failure or refusal to support the policies and objectives of the NCFRW, as stated in its bylaws, or any act or omission intended to cause or having the effect of causing damage to the NCFRW or its reputation or financial stability. Without limiting the generality of the foregoing, the initiation of litigation or any other adversary proceeding against the NCFRW in which the NCFRW is named defendant or respondent shall constitute cause for removal, and the NCFRW shall be entitled to recover from such member, officer or appointee its attorney's fees and other costs and expenses relating to any such litigation or proceeding if the NCFRW shall substantially prevail therein.

C. Meetings:

The Executive Committee shall meet at least three times a year at the call of the President or at least 5 members of the Executive Committee. Additional meetings may be held via teleconferencing or other electronic means provided that a quorum as defined in D. below is met and provided that any special rules as defined in the policies are met.

D. Quorum:

Five members shall constitute a quorum for all meetings of the Executive Committee.

Section 2. Board of Directors:

A. Membership:

Eligibility: Must be a member in good standing of the NCFRW

- all members of the Executive Committee
- all past presidents of the NCFRW
- a member of NFRW Executive Committee
- the presidents of all member clubs
- the chairmen of all standing and special committees
- the chairman of the Biennial Convention (from the date of her appointment to the adjournment of the first Board of Directors meeting following the convention)
- the area representatives
- the North Carolina Republican National Committeewoman
- the North Carolina Republican Party Chairman and/or Vice Chairman if she/they are women.

Non-voting members:

- the Parliamentarian, Chaplain, Auditor, Historian, and Executive Secretary
- all current Republican women who are members of the United States Congress, Governor, Members of the Council of State, the State Legislature, and the State Board of Elections
- the YR National Committeewoman
- a representative of the NC College Republicans
- a representative of the NC Teenage Republicans
- NCFRW members who are NFRW Committee Chairman

If an appointee holding a non-voting position on the Board concurrently holds a voting membership, she shall be entitled to vote.

B. Duties:

1. serve as the governing body of the NCFRW between conventions;
2. adopt an annual budget and program of action;
3. elect a Nominating Committee as defined in Article VII, Section 1. at the Fall Board Meeting prior to the Biennial Convention;
4. fill by election any vacancy occurring in an elective office at the meeting following the vacancy, provided notice of vacancy was mailed with the call to the meeting.

C. Meetings.

The Board of Directors shall meet at least three times a year as called by the President or by at least five members of the Executive Committee or called by twelve members of the Board of Directors. Notice of regular meetings shall be mailed at least thirty days prior to the meeting date. Special meetings may be called by the President or five members of the Executive Committee upon one week's notice in which proposed business or purpose is stated.

D. Quorum

Thirty (30) per cent of the voting membership of the Board of Directors shall constitute a quorum for all meetings of the Board, providing two of the members present are elected officers.

E. Proxies:

The president of a member club may send as her proxy a member of the governing board of the club.

**ARTICLE VI
STANDING AND SPECIAL COMMITTEES**

Section 1. There shall be the following Standing Committees:

Bylaws, Campaign, Fund Raising, Membership, Program, Public Relations, Americanism and Legislation and Research, the chairmen of which shall be appointed by the President with the approval of the Executive Committee.

Section 2. Duties:

The Standing Committees shall prepare programs of action in their respective fields for consideration by the Executive Committee at the first Executive Committee meeting following their appointment.

Section 3. Special Committees:

Special Committees deemed advisable to carry out the program of the NCFRW shall be appointed by the President.

The chairmen of the Standing Committees shall serve a term of two years and may serve one additional consecutive term of two years at the discretion of the President and the Executive Committee. The chairmen of Special Committees shall serve at the pleasure of the appointing President, provided such time is limited to the term of the appointing President.

Section 4. Records

All committee chairmen shall deliver all records, files and properties of the NCFRW to their successors or to an officer designated by the President or the Executive Committee within one month after retiring from office, unless otherwise directed by the President or the Executive Committee.

**ARTICLE VII
NOMINATIONS AND ELECTION**

Section I. Nominations:

A.. A Nominating Committee of five members, one from each region, and five alternates, one from each region, shall be elected by the Board of Directors at the Fall Board Meeting prior to the Biennial

Convention. The Chairman of the Nominating Committee shall be elected from the committee members by a majority vote of the members present and voting.

- B. The Nominating Committee shall submit one nominee for each office in a report to be mailed to all members of the Board of Directors with the call to the Biennial Convention. The report shall be delivered to the President sixty days prior to the convention, and the Nominating Committee is discharged after the presentation of its report at the convention.
- C. Nominees shall be members in good standing of the NCFRW.
- D. Nominations may be made from the floor following the report of the Nominating Committee. No one shall be nominated who has not previously consented to serve if elected.
- E. Nominees cannot be a member of the Nominating Committee presenting the nominations.

Section 2. Elections

- A. Election shall be by ballot and a majority of all votes cast shall constitute an election. Where there is only one candidate for an office, election may be by voice vote.
- B. The chairman of credentials shall furnish the chairman of elections with a list of certified delegates entitled to vote no later than one hour prior to opening the polls.
- C. Time shall be allowed for delegates to caucus before elections if there is more than one nominee for an office.

ARTICLE VIII

DUES

Section 1. Club Dues and Service Charge:

Each member club of the NCFRW shall pay an annual service charge of \$15.00 to the NCFRW, Remitted to the Treasurer.

In addition to the above, a charge of \$15.00 per club member shall be assessed, \$10.00 of which shall be forwarded to the National Federation of Republican Women. \$5.00 shall remain in the NCFRW Treasury.

For the service charge, each club will receive all mailing and other services from the NCFRW and NFRW. Clubs joining for the first time in September, October, November, or December will be considered as having paid NCFRW service charge and membership dues for the remainder of the year and also the upcoming year. However, National Federation service charge and membership dues for the upcoming year must be paid again by January 31 to maintain National Federation membership.

Both NFRW and NCFRW service charges and membership dues shall accompany a new club's application for membership.

Section 2. Honorary Life Members:

A unit club sponsoring a member for Honorary Life Membership shall send \$75.00 with a copy of the application to the NCFRW President.

An Honorary Life Member of NCFRW shall pay annual NFRW dues of \$10.00. **Section 3. NCFRW**

Section 3. Associate Members:

Dues for NCFRW Associate Membership shall be \$10.00 per year. Application for NCFRW Associate Membership shall be available from the NCFRW Treasurer. The completed application and dues shall be sent to the NCFRW Treasurer.

Section 4. Roster:

All unit clubs shall send a complete typewritten and alphabetized roster of members in good standing, including their addresses with 5-digit zip codes +4, e-mail addresses of members who have provided them and telephone numbers to the NCFRW Treasurer with their annual per member dues and service

charge. A copy of the roster shall be sent to the President, Treasurer, Regional Vice Presidents, and the Distribution Editor of the NCFRW Newsletter.

Section 5. Fiscal Year:

The fiscal year of the NCFRW shall be from January 1 through December 31. NCFRW dues not paid by January 31 of each year shall be considered delinquent. Any club with delinquent status shall be subject to removal from membership by the Executive Committee.

**ARTICLE IX
CONVENTIONS**

Section I. Biennial Convention, North Carolina Federation of Republican Women:

A. Time and Place:

The Biennial Convention of the North Carolina Federation of Republican Women shall be held in odd-numbered years in the period between March 1 and June 1, at such time and place as shall be selected by the Executive Committee. The official call to the convention shall be postmarked at least forty-five days prior to the convention.

B. Representation:

1. Only clubs in good standing shall be entitled to representation. A new club must be in good standing at least 45 calendar days prior to the NCFRW Biennial Convention to be eligible for representation.
2. The voting body of the convention :

- a Each club with 10 to 24 members, inclusive. shall be entitled to three delegates; clubs with 25 or more members shall be entitled to additional delegates in accordance with the following table:

Club Membership	Total Delegates
10-24 -----	3
25-37 -----	4
38-62 -----	5
63-87 -----	6
88-112 -----	7
113-137 -----	8
138-162 -----	9
163-187 -----	10
188-212 -----	11
213-237 -----	12

b. Delegates-at-Large:

All members of the NCFRW Board of Directors (Article V, Section 2A)

3. There shall be an equal number of alternates, who shall vote only in the absence of a delegate from the floor. A member shall be counted from one club only for the purpose of delegate representation to the convention. She may not serve as a delegate or alternate from any other club.
4. The delegates and alternates shall be active voting members of the club they represent and shall be selected in such manner as the club bylaws prescribe.

5. Each delegate shall be entitled to one vote. There shall be no proxy voting.

C. Quorum:

A majority of the delegates attending and credentialed shall constitute a quorum for the convention.

Section 2. Biennial Convention, National Federation of Republican Women:

A. Club Representation:

1. One delegate from each club certified by the NCFRW President and one alternate who shall vote only in the absence of the delegate from the floor. Delegates and alternates shall be members in good standing of the club they represent and of the NCFRW.
2. A club must be in good standing to be eligible for representation at a Biennial Convention. A continuing unit club shall have paid the previous year's dues and service charge and maintained the current dues and service charge. A state's delegate representation shall be based on the current dues received at NFRW headquarters postmarked no later than 90 days before the Convention.
3. New clubs must be in good standing for at least six months prior to the Convention to be eligible for representation.
4. The club president shall send the names, addresses, 5-digit zip codes +4 and telephone numbers the delegate and alternate to the NCFRW and NFRW presidents on credential forms furnished by the NFRW, postmarked no later than 30 days before the Biennial Convention. Any emergency change necessary after the filing date must be in writing or by telegram to the NFRW President, with a copy to the NCFRW President. Mail must be postmarked, telegrams sent, or faxes sent no later than 10 days prior to the convention.

B. NCFRW Representation:

1. NCFRW President. There shall be no alternate.
2. NCFRW President-elect, delegate-at-large.
3. Two additional delegates-at-large and three alternates-at-large, who shall be members of the Executive Committee or officers-elect and shall be elected by the Executive Committee at least 60 days prior to the NFRW Biennial Convention.
4. Two additional delegates-at-large and alternates-at-large, plus one additional delegate-at-large and one additional alternate-at-large for each 500 members, or major fraction thereof, of the NCFRW based on payment to the National Federation of the current year's dues postmarked 90 days before the Biennial Convention, who shall be elected by the Board of Directors at least 60 days before the Biennial Convention.
5. The names and addresses with 5-digit zip codes +4 of the delegates-at-large and alternates-at-large shall be forwarded to the NFRW President by the NCFRW President on credential forms provided by the NFRW no later than 20 days prior to the Convention.
6. The NCFRW President and two officers shall be empowered to fill vacancies that occur after the election of delegates-at-large and alternates-at-large and before the Biennial Convention. Emergency changes necessary after the filing date must be in writing or by telegram postmarked or sent no later than 10 days prior to the convention.

ARTICLE X
PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised or the latest edition thereof shall govern the North Carolina Federation of Republican Women in all instances where they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XI AMENDMENTS

These bylaws may be amended by a two-thirds vote at the Biennial Convention, or at any Board of Directors meeting, provided notice of the proposed amendments has been given to the Board of Directors at least thirty days prior to the meeting and copies have been sent to the unit club presidents for presentation to their membership.

In an emergency as determined by NCFRW Executive Committee, revision may be accomplished by a majority vote taken by mail of the unit clubs after a vote of their Executive Committee or Executive Boards.

ARTICLE XII POLICY

Non-Republican political candidates, political office holders, party officials or their representatives shall not be allowed to address the group or distribute political materials at NCFRW and NCFRW Club meetings or events.

These bylaws were amended by the North Carolina Federation of Republican Women at the 28th Annual Convention - April 26, 1980; the Board of Directors Meeting - July 26, 1980 and July 13, 1985; the 34th Annual convention - May 4, 1986; the 35th Annual convention - April 26, 1987; and the Board of Directors Meeting - October 10, 1987, October 28, 1989, November 10, 1990, May 2, 1992, August 8, 1992, May 14, 1994, June 3, 1995, April 27, 1996, April 27, 1997, May 2, 1998, November 11, 2000, November 8, 2003, January 17, 2004, February 4, 2006, February 10, 2007, May 5, 2007, November 15, 2008, and May 9, 2009. February 13, 2010, February 2, 2013.