

Grand Prairie Republican Club Constitution
Adopted March 7, 2016

Article I : Organization

The name of this organization shall be Grand Prairie Republican Club, hereafter referred to as GPRC. The fiscal year shall be from January first (1) to December thirty first (31) annually. For IRS purposes, GPRC shall be a tax exempt non-charitable 501(c)(7) Social Club. GPRC shall be led by elected Club Officers. GPRC shall be composed of politically like minded individuals that agree to abide by the established policies and purposes of the club.

Article II : Mission Statement

Inspiring the Republicans of Grand Prairie to be informed on timely issues through monthly meetings and be active in the political process through grassroots measures.

Article III: Inaugural Year

Beginning with the date the GPRC Constitution is adopted by the members until the first odd numbered year Annual Meeting, GPRC will recognize and operate under Inaugural Year policies. These policies will override any conflicting portions of the GPRC Constitution for this period only.

Section 1. The GPRC Steering Committee will oversee club operations until the installation of Club Officers for the Inaugural Year.

Section 2. Any eligible member (Article IV Section 4:1-4:5) that desires to serve as a Club Officer must file an Intent to Run form with the Steering Committee before the first GPRC General Meeting.

Section 3. The first General Meeting agenda shall include but is not limited to:

3:1 An opportunity for each qualified (Article IV Section 3 and Section 4) Club Officer candidate to address the club prior to the election.

3:2 Election of Club Officers by a simple majority up or down vote of the eligible members (Article V Section 1:2 b) present and any members that have attended at least four (4) GPRC meetings in the last year.

Section 4. The elected Club Officers for the Inaugural Year will be installed at the second General Meeting.

Section 5. The Inaugural Year Club Officers will serve for a term that lasts until the installation of the next regularly elected officers.

Section 6. A special Charter Membership will be available to any person who supports the Republican Party Platform and agrees to abide by the policies and objectives of GPRC.

6:1 Charter Members will be distinguished as such in the GPRC historical documents.

6:2 Charter Memberships will only be available from the date of GPRC Constitution adoption through the General Meeting in October 2016.

6:3 Charter Membership will require dues of \$30.00 per person and dues must be paid in full by the October General Meeting.

6:4 Charter Members are eligible for the following benefits upon full payment of dues.

6:4 a. Charter Membership will satisfy GPRC Membership Dues through December 31, 2017.

6:4 b. Charter Members will receive a durable, personalized name tag designed to recognize their level of membership.

6:4 c. Charter Members are eligible to speak to an issue before GPRC for the duration of the Charter Membership.

6:4 d. Charter Members that meet the eligibility standards for Active Members (Article V Section 1:1 a-d) are eligible to vote on GPRC matters for the duration of their Charter Membership.

Section 7. Within 90 days of installation, the President and/or the Treasurer will file all necessary forms with the IRS, establish an organization address by securing a Post Office Box, and open a checking account at a local bank.

Article IV : Club Officers

GPRC shall be led by Club Officers elected from within the membership.

Section 1. The Club Officers will consist of at least a President, Vice President, Secretary, and Treasurer elected from within the membership of GPRC.

Section 2. The term for the Club Officers shall be from the date of installation at the March General Meeting of odd numbered years up to the March General Meeting of the next odd numbered year, generally a two (2) year term.

Section 3. Members desiring to serve as a Club Officer must file a GPRC Intent to Run form with the current Club Officers.

3:1 Intent to Run Forms shall be available in paper and electronic format from the date of the October General Meeting through the date of the January General Meeting.

3:2 Any member not eligible by only one requirement may request an exemption from the Club Officers. Exemption requests approved by $\frac{2}{3}$ vote of current Club Officers will grant the member in question the opportunity to file a GPRC Intent to Run form and be placed on the ballot as a candidate for election.

Section 4. Club Officers are expected to meet the eligibility requirements below before filing a GPRC Intent to Run form.

4:1 Club Officers must be a resident of Grand Prairie, and/or own a business in Grand Prairie.

4:2 Club Officers must have been a member of GPRC for the four (4) months prior to filing the GPRC Intent to Run form.

4:3 Club Officers must have all GPRC membership dues paid in full.

4:4 Club Officers must be a U.S. Citizen.

4:5 Club Officers must have voted in the most recent Republican Primary.

Section 5. Club Officers will be responsible to perform specific duties for their respective office.

5:1 The President shall fulfill the following duties:

5:1 a. Shall be the official spokesperson for GPRC.

5:1 b. Shall be responsible for enforcing and implementing the GPRC Constitution.

5:1 c. Shall be responsible for, and generally supervise all activities, programs, and the general welfare of GPRC.

5:1 d. Shall preside over all meetings of the club. The Vice President may preside over General Meetings in the absence of the President.

5:1 e. Shall work with the Vice President to coordinate programs for General Meetings.

5:1 f. Shall work with the Secretary to assure prompt and accurate filing of all annual forms due to the IRS to maintain 501(c)(7) status.

5:1 g. Shall work with the Treasurer to sign checks in a timely manner and operate in accordance with the financial policies of GPRC.

5:1 h. Shall have the authority to approve any documented disbursements of \$100 or less.

5:1 i. Only in the absence of the Treasurer, the President may collect or deposit club funds.

5:1 j. Shall, upon conclusion of the fiscal year, turn over all historical documents to the current Secretary.

5:1 k. Shall appoint special committees and delegate duties amongst the membership as needed and shall be a voting member of all club committees.

5:2 The Vice President shall have the following duties.

5:2 a. Shall develop suggestions and ideas for speakers, groups, panel discussions, events, etc., for General Meetings.

5:2 b. Shall work with the President to coordinate program arrangements such as: initially contacting speakers/panelists, scheduling, biographies, special accommodations, confirmations, and/or greeting.

5:2 c. Shall preside over General Meetings in the absence of the President.

5:2 d. Shall maintain a physical and electronic copy of the Membership Records for the current year that includes the membership level, name, email, address, and phone number of paid members. The Vice President will coordinate with the Treasurer to ascertain the current dues status of members.

5:2 e. All notifications of member data updates should be forwarded to the Vice President. The Vice President is responsible for updating the current Membership Records.

5:2 f. Shall provide a physical copy of the Membership Records upon each update to each Club Officer.

5:2 g. Shall provide a physical copy of the Membership Records upon request of a GPRC member. Electronic copies of Membership Records are not to be distributed.

5:2 h. May enlist the assistance of members to assist with check in table functions.

5:2 i. Shall, upon conclusion of the fiscal year, turn over all historical documents to the current Secretary.

5:2 j. Shall perform other duties as may be assigned by the President.

5:3 The Secretary shall fulfill the following duties.

5:3 a. Shall record accurate minutes for all meetings that include the date, start and end times, number of Active Members, number of Informed Members, number of guests, motions made, amendments offered, and the overall outcome of any votes taken.

5:3 b. Shall maintain a physical and electronic copy of the minutes from all meetings for the current year.

5:3 c. Shall file the annual IRS form 990 to maintain the club's 501(c)(7) status and retain physical and electronic records of the filings for at least seven (7) years.

5:3 d. Shall be the custodian of all physical and/or electronic historical documents of GPRC, including but not limited to the minutes, membership records, and financial records for at least five (5) years.

5:3 e. Shall, in the event of dissolution, turn over all GPRC historical documents to the President.

5:3 f. Shall perform other duties as may be assigned by the President.

5:4 The Treasurer will have the following duties.

5.4 a. Shall be the custodian of the general funds of GPRC and is responsible to keep an account of all money received and disbursed, and receipts for the current fiscal year.

5:4 b. Shall collect all funds and deposit them in the GPRC bank account. Only in the absence of the Treasurer shall the President collect and/or deposit GPRC funds

5:4 c. Shall pay all bills upon authorization by the President and write checks in a timely manner.

5:4 d. Shall assure that all checks written on the GPRC account are signed by both the President and the Treasurer.

5:4 e. Shall notify the Vice President when dues are collected in full, so that the Membership records may be updated.

5:4 f. Shall, upon conclusion of the fiscal year, turn over all historical documents to the current Secretary.

5:4 g. Shall perform such other duties as may be assigned by the President.

Section 6. Club Officers may be removed for cause.

6:1 Two (2) Club Officers may bring a complaint against another officer.

6:2 A Special Meeting shall be held within 14 days of the complaint. All Club Officers must be given notice of the complaint and the date, time, and location of the Special Meeting by mail and email.

6:3 The officer in question has the right to respond to the allegations at this meeting.

6:4 A vote on removal must be held at this meeting and a $\frac{2}{3}$ vote of the Club Officers is required for removal.

6:5 If the Club Officers vote to remove the officer, the officer in question may take the Club Officers decision to the membership present at the next scheduled General Meeting for an up or down simple majority vote on upholding or vetoing the decision of the Club Officers. The vote shall be based on the grounds for removal and the Club Officers decision.

Section 7. Procedures to handle Club Officer vacancy.

7:1 In the event a vacancy occurs in the office of President, the Vice President shall assume the duties of President for the unexpired portion of the term.

7:2 In the event of a vacancy in an office other than President, the Club Officers shall have the option of leaving the office vacant or calling for the election of a candidate recommended by the Club Officers at the next scheduled General Meeting.

Section 8. The Club Officers shall not issue statements to the public on controversial issues, voting measures, and/or endorsement of, or opposition to candidates in a nonpartisan race in the name of the club, unless so directed by $\frac{2}{3}$ vote of the membership present at a General Meeting or Special Meeting. The Club Officers may issue statements and/or speak publicly in support of the Republican Platform and GPRC policies and objectives in the name of GPRC.

Article V - GPRC Membership

GPRC Membership is open to any person who supports the Republican Party Platform and agrees to abide by the policies and objectives of GPRC.

Section 1. GPRC Active Membership

1:1 Must meet the following eligibility requirements:

1:1 a. Active Members must be a Grand Prairie resident, business owner, and /or a current Republican officeholder for all or part of Grand Prairie.

1:1 b. Active Members must be a US citizen.

1:1 c. Active Members must be a registered voter.

1:1 d Active Members must have their dues paid in full at the current rate.

1:2 Entitled to the following benefits pursuant to:

1:2 a. Active Members are eligible to speak to an issue before GPRC.

1:2 b. Active Members are eligible to vote on GPRC matters, motions, and elections.

Section 2. GPRC Informed Membership

2:1 Must meet the following eligibility requirements:

2:1 a. Informed Members must be 18 years of age or older.

2:1 b. Informed Members must have their dues paid in full at the current rate.

2:2 Entitled to the following benefits pursuant to:

2:2 a. Informed Members are eligible to speak to an issue before GPRC, but do not have voting privileges.

Section 3. GPRC Member Code of Conduct

3:1 GPRC Members agree to communicate, interact, and discuss issues in a professional and polite manner.

3:2 Members shall not issue statements to the public on controversial issues, voting measures, and/or endorsement of, or opposition to candidates in a nonpartisan race in the name of the club.

Section 4. Member Expulsion

4:1 Two (2) Club Officers may bring a complaint against another member with cause. Cause may include, but is not limited to repudiation of the Republican Party Platform, the policies and objectives of GPRC, and/or repeated violation of the GPRC Member Code of Conduct.

4:2 A Special Meeting shall be held within 14 days of the complaint for the sole purpose of hearing cause(s) for Member Expulsion.

4:3 All Club Officers and the member in question must be given notice of the complaint as well as the date, time, and location of the Special Meeting.

4:4 The member in question has the right to respond to the allegations at this meeting.

4:5 A vote on removal must be held at this meeting and a $\frac{2}{3}$ vote by secret ballot of the Club Officers is required for removal.

4:6 Any member expelled from GPRC forfeits all interest in any funds or property of GPRC and all rights associated with membership.

Article VI - Meetings

GPRC Meetings shall be governed by Robert's Rules of Order Newly Revised in all cases to which they are applicable and which are not inconsistent with the GPRC Constitution. A quorum at any meeting shall consist of members present.

Section 1. General Meetings shall be scheduled monthly by the Club Officers.

1:1 General Meetings are open to any person who wishes to abide by the policies and objectives of GPRC.

1:2 The President shall preside over General Meetings and is responsible for maintaining order, and allowing GPRC Members to communicate, interact, and discuss issues in a professional and polite manner as time permits. Speaker time limits may be imposed by the President.

1:3 The Club Officers are empowered to make temporary changes in the schedule, time, date, and/ or place for General Meetings.

1:4 Any permanent change of the General Meeting schedule, time, date, or place must be approved by $\frac{2}{3}$ vote at a General Meeting as long as two weeks' notice has been provided to members.

Section 2. Special Meetings may be called by the President or $\frac{2}{3}$ of the Club Officers with seven (7) days advance notice provided to the Club Officers. The Secretary will provide the notice to the Club Officers.

2:1 A quorum for Special Meetings shall consist of GPRC Members present.

2:2 The President shall preside over Special Meetings.

2:3 Special Meetings are not required to be open.

2:4 The President may not overrule a properly called Special Meeting.

2:5 After a proper vote has been taken and verified by the recorded minutes of the Secretary, the President may not overrule a decision made by a majority of the Club Officers or a decision made by a majority of the voting membership.

Section 3. The Annual Meeting of GPRC shall be held in February.

3:1 The President shall preside over the Annual Meeting.

3:2 Only voting members may cast a vote on any motion or election placed before members.

3:3 Absentee or proxy voting shall not be allowed on any motion or election placed before members.

3:4 Club Officer elections shall be held at the Annual Meeting of odd numbered years and the agenda shall include but is not limited to:

3:4 a. An opportunity for each qualified (Article IV Section 3 and Section 4) Club Officer candidate to address the club prior to the election. Nominations from the floor are prohibited.

3:4 b. Election of Club Officers by a simple majority up or down vote by voting members (Article V Section 1:2 b) present.

3:4 c. The President shall coordinate the election proceedings and may appoint an Election Judge to temporarily preside over the election process.

Article VII - Financial Policies

Section 1. IRS Exemption Status

1:1 GPRC shall be a tax exempt, non-charitable, 501(c)(7) Social Club.

1:2 GPRC is exempt from Federal income tax on income derived from members. All other income is taxed.

1:3 GPRC income shall be primarily (65% or more) from membership fees.

1:4 Membership shall be limited and consistent with the purpose of the club as outlined in Article V.

1:5 The GPRC Secretary shall file Form 990 annually with the IRS.

Section 2. Membership in GPRC shall require the payment of dues at the current rate established by the Club Officers.

2:1 The current Club Officers are responsible for setting the current rate of dues with a $\frac{2}{3}$ vote at a Special Meeting.

2:2 Dues are payable on or before the January General Meeting to enable member benefits for that year.

2:3 Dues paid after March General Meeting enable voting privileges starting in the calendar month following the dues payment.

2:4 New members that join on or after the October General Meeting shall be credited as paid for the next calendar year.

2:5 All annual dues and membership benefits expire on December 31 of each year.

Section 3. The Club Officers shall oversee the Financial Policies of GPRC.

3:1 The President shall be responsible for, and generally supervise all financial activities, and the general financial welfare of GPRC, including, but not limited to the specific duties listed (Article IV Section 5:1 a-k) for the President.

3:2 The Treasurer shall be the custodian of the general funds of GPRC and is responsible to keep an accurate account of GPRC funds, including,

but not limited to the specific duties listed (Article IV Section 5:4 a-g) for the Treasurer.

3:3 Any documented expense, disbursement, or reimbursement over \$100 shall require the approval of the President and the Vice President.

3:4 Any undocumented expense, disbursement, reimbursement over \$100 requires the approval of $\frac{2}{3}$ of the Club Officers.

3:5 All contract negotiations and/or execution of any contract(s) using the club name and/or the recurring use of GPRC funds in excess of \$100 requires prior approval of $\frac{2}{3}$ of the Club Officers.

3:6 All checks written on the GPRC account require the signature of both the President and the Treasurer.

3:7 Cash reimbursements are not permitted.

3:8 GPRC may not be financially obligated beyond the balance on-hand in the treasury, without a majority vote of the membership at a General Meeting or Special Meeting.

3:9 A financial review shall be completed within 90 days after every Annual Meeting or when a new Treasurer is Installed.

Article VIII - Constitution Maintenance

Section 1. The GPRC Constitution shall be reviewed by the Club Officers and/or a committee appointed by the President every two (2) years after the Republican Party of Texas Convention to assure conformity with the Republican Party Platform.

Section 2. The GPRC Constitution may be amended by a $\frac{2}{3}$ vote of voting members present at a General Meeting or an open Special Meeting provided members are given thirty (30) days advance written notice of the proposed amendment(s) along with the date, time, and place of the meeting by the Secretary.

Article IX - Dissolution

GPRC may be dissolved by a $\frac{2}{3}$ vote at a General Meeting or an open Special Meeting provided that notice of the dissolution has been submitted in writing at least thirty (30) days to members along with the date, time, and place of the meeting by the Secretary.

Section 1. In the event of dissolution, the Club Officers shall, after payment of all liabilities of the club, distribute any remaining assets to the Dallas County Republican Party and the Tarrant County Republican Party in proportion to the percentage of current GPRC members county of residence.

Section 2. All current Club Officers shall turn over all historical documents to the President.

Section 3. The President shall keep all the historical documents for at least five (5) years and assure that the historical documents are shredded after seven (7) years.