



TNFRW STANDING RULES

Standing Rules relate to the administration of an organization. Bylaws contain the basic rules of the organization. They supersede all other rules except the corporate charter if there is one. Standing Rules are to supplement and interpret the Bylaws.

Standing Rules are rules or resolutions that are of a continuing (or standing) nature. These rules deal only with administrative matters and function under the umbrella of the organization's bylaws. The key differences between bylaws and standing rules relate to scope and effect. At the core, Bylaws are designed to be overarching and procedural, while standing rules are specific and administrative.

Standing Rules outline the procedures of the association with specific details that are not included in the bylaws and that must not conflict with the bylaws. Standing Rules are a board document that formalize how decisions can be made and business conducted. Unlike bylaws which can be changed only by membership, standing rules can be changed more easily, by a majority vote of the Executive Committee at a regularly scheduled Executive Committee meeting. On occasion a Standing Rule can later be adopted as a Bylaw.

Cited are the main Sections of the Bylaws, but each Standing Rule may pertain to more than one section of the Bylaws. Be sure to review all Sections of the Bylaws to assure nothing is missed.

S.R. I.

- 1. Definition of Good Standing.** An individual or club in good standing is regarded as having complied with all their explicit obligations, while not being subject to any form of sanction, suspension, or disciplinary action. (Wikipedia) ***ARTICLE III, MEMBERSHIP, SECTION 1 – TFRW BYLAWS***
- 2. State Dues and Service Charge.** State dues are currently set at \$4.00 per individual annually. NFRW service charge is currently \$15.00 annually. NFRW current dues are \$20.00 per individual annually. ***ARTICLE VIII, DUES – TFRW BYLAWS***
- 3. Men Have No Voice and No Vote.** Club presidents must remember that men do not have a voice or a vote in a club meeting. ***ARTICLE III, MEMBERSHIP, SECTION 2, C – TFRW BYLAWS***

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4. **Opposition Party Definition.** Opposition ticket means non-Republican. *ARTICLE VI, POLICY – TFRW BYLAWS*
5. **Area Convention Delegates and Alternates Election.** In some cases where club delegates and alternates are not elected by usual means, the club Board of Directors may elect club delegates and alternates to the area convention. Such action must be approved by the TFRW President. *ARTICLE VII, NOMINATIONS AND ELECTIONS - TFRW BYLAWS*
6. **Nominating Committee Duty.** It is the duty of the Nominating Committee for all elections to thoroughly vet the candidate for an elected position and to request and present a voting record of that candidate. *ARTICLE VII, NOMINATIONS AND ELECTIONS – TFRW BYLAWS*
7. **Member’s Requirement for Voting in Election.** In order for a member to vote in a club election, they must have been a member for at least sixty (60) days. *ARTICLE VII, NOMINATIONS AND ELECTIONS – TFRW BYLAWS.*

S.R. II.

1. **Additional Appointments by Clubs.** Clubs may appoint at least 2 Sergeant-at-Arms, if needed, to oversee club meetings. In the club template under President’s duties.
2. **Leave of Absence.** Area VPs and Club Presidents may take up to a 3-month leave of absence during a Primary after notification to the State President is given. Information shall be sent to the Clubs by the Area Vice President. *ARTICLE VI, POLICY, SECTIONS 1 AND 2 – TFRW BYLAWS*

S.R. III.

1. **Receipt of Expenses Requirement.** The TFRW President’s receipts shall be turned in monthly to the Treasurer who shall file the report monthly to the Executive Committee. *ARTICLE IV OFFICERS AND THEIR DUTIES, SECTION 4, A. – TFRW BYLAWS*
2. **Reimbursement for NFRW Board Meetings.** TFRW Executive Committee members, except the President, shall be equally reimbursed as

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attendees for the NFRW Board Meetings, in part, from the allotted budgeted money. No member shall receive more than one reimbursement per year. Elected delegates-at-large to the NFRW Biennial Convention shall be reimbursed for the registration fee.

3. **Resignations.** Any member who resigned from membership, as a result of disqualification, must follow the same steps for reinstatement as if they had been removed for cause. *ARTICLE III, SECTION 6, C – TFRW BYLAWS*
4. **Vacancy of Club President.** In case of vacancy of the club president, the vice president should assume her role for the duration of her term. (Adopted February 3, 2024)
5. **President’s Steps to Conflict Resolution.** – ARTICLE III MEMBERSHIP, SECTION 7 – TFRW BYLAWS
 - a. Informal counsel: Verbal counsel of pending action (or put member on notice of possible action).
 - b. Refer to Standards and Compliance Committee (hereinafter S&C Committee) for recommendation if conflict continues.
 - c. S&C Committee recommends formal counseling as first step in resolution.
 - d. Refer to S&C Committee if unsuccessful for further recommendations:
 - i. Require a mediation meeting which may require seeking the advice of legal counsel.
 - ii. Any other extra steps that are deemed necessary in order to get member to comply.
 - iii. Formal censure, which may include suspension.
 - iv. Removal.

S.R. IV.

1. **Restrictions for Removed Members.** A member who has been removed from membership of the TFRW shall not attend club meetings, state meetings or any other TFRW sponsored function or event. *ARTICLE III, MEMBERSHIP, SECTION 5 – TFRW BYLAWS*
2. **Restrictions for Officers not in Good Standing.** An officer or Executive Committee member who is not in good standing shall not attend club meetings, state meetings or any other TFRW sponsored function or event.

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They may resume their role upon satisfaction of requirements as stated in the Bylaws under “Reinstatement”. *ARTICLE III, MEMBERSHIP, SECTION 1 – TFRW BYLAWS*

- 3. Restrictions for Representation of the Local Republican Party.** If a Club is not in good standing, the President of that Club, or her representative, shall not represent said Club as a member of the local Republican Party Executive Committee. TFRW determines the eligibility of a president of a TFRW Federated Club, not the TNGOP. *ARTICLE III, MEMBERSHIP, SECTION 1 – TFRW BYLAWS*
- 4. Ineligible Member.** If a member is declared ineligible for membership due to an unresolved disciplinary action, that member must acknowledge, in writing, that the Bylaws govern the Federation, and they must support the authority of the leadership of the TFRW. And abide by its objectives and policies. **Adopted February 3, 2024.**

S.R. V.

Social Media Guidelines for Administrators:

1. Accounts should be updated regularly.
2. All accounts should align with the purposes of the TFRW.
3. Accounts should not endorse candidates in contested primaries.
4. Accounts should not share or like posts or articles that speak negatively of Republican elected leaders.
5. Accounts should not share, like, post or comment using profanity or other obscenities.
6. Accounts should keep in mind that any activity may be referenced in broader media outlets as being representative of the Federation as a whole.
7. Upon request of the Club President, the present administrator must relinquish her position to the Club President. Members who fail to do so shall be considered in bad standing.
8. Administrators must approve new members.
9. Members shall not use the TFRW as a platform or speak on behalf of the Federation on public forums without the express consent of and approval of content from the TFRW Executive Committee. The TFRW has an express purpose and falls under the authority of the National Federation of Republican Women and is constrained by federal laws and NFRW rules and

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procedures. Only authorized person may speak regarding the in-house functions of the TFRW and Federated Clubs. 0

10. Administrators must approve every post.
11. Candidates in a primary shall not post campaign materials or information on any TFRW Clubs' social media platforms.
12. Members shall not use Federated social media sites for self-promotion of businesses and shall adhere to rules when directed to cease such action.

S.R. VI.

Duties of the Standing Committees:

1. **Campaign Committee** - the chairman keeps up with and verifies campaign hours submitted by members; she sends out reminders to members and coordinates all campaign hours and compiles report for president.
2. **Fundraising Committee** - the chairman is the fund-raising chair and devises opportunities for raising money; she should have items for sale at meetings and events to sell for the TFRW.
3. **Programs Committee** - the program committee is responsible for the program section of each meeting and event. Our goal is to recruit the greatest possible number of people to the Republican cause, while electing Republican candidates to public office. Our programs should reflect their goal. Note: the NFRW policy is that our microphone is never offered to a member of an opposition party, even in nonpartisan offices or contests. A chair must be a good organizer, enthusiastic, innovative, and willing to devote the time necessary to this role. The committee should structure a calendar year of programs around a unifying theme. Its program becomes a steppingstone in the organizations preparation to educate and build enthusiasm for winning elections. Once the framework for the year has been determined, it should be submitted to the executive committee or board for approval.
4. **Public Relations Committee** - the chairman sends out notices and press releases to newspapers, radio and TV regarding TFRW programs and events, and promotes these events on the club's social media platforms (Facebook, Instagram, etc.).

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5. **Bylaws Committee**- the chairman works with her committee to oversee compliance with State and Club Bylaws; the committee reviews Club Bylaws to ensure compliance with the template. State Bylaws are reviewed for compliance with NFRW Bylaws. The Bylaws Committee works in consultation with the Parliamentarian. Advise and ensure that the Executive Committee and Board of Directors follows the TFRW Bylaws when a breach has occurred. Provides guidance in the understanding and execution of the duties and policies of the TFRW.
6. **Legislative & Research Committee** - chairman informs members of current legislative actions.
7. **Membership Committee** - the chairman works with the Second Vice President to help promote membership throughout the state; she helps form clubs and promotes membership incentives.
8. **Parliamentarian** - The Parliamentarian may give advice on parliamentary procedure, must be familiar with the bylaws and the standing rules of the club, and shall be entitled to the membership privilege of a ballot vote if a club member. (Election of Officers)

ARTICLE V, EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS, SECTION 2, C - TFRW BYLAWS (Applies to all duties of Standing Committees above.)

S.R. VII.

1. **Check Signature Requirements.** The President's and Treasurer's signatures are required for transactions over \$1000. *ARTICLE IV, SECTION 4, DUTIES OF OFFICERS – TFRW BYLAWS*
2. **Reimbursement for Expenses.** All reimbursement requests must be filed and approved by the Executive Committee at the next board meeting following the date the transaction occurred.
3. **Credit/Debit Card Transactions.** TFRW debit/credit card transactions are to be treated the same as checking and other financial transactions except when securing services and arrangements for approved TFRW functions.

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4. **NFRW Authority.** The TFRW follows the NFRW bylaws when the TFRW Bylaws are silent on an issue.
5. **TFRW President Rotation.** It is preferred that the office of president rotates from West to Middle to East.
6. **TFRW Biennial Convention Rotation.** The TFRW Biennial Convention shall rotate from West to East to Middle region.
7. **TFRW Board Meetings Geographical Area.** All TFRW board meetings are to be held in the Nashville region within a 50- mile radius.

S.R. VIII. - Adopted February 19, 2022.

1. **Closed Meetings.** State and Club Executive Committee meetings are closed and only the President may invite someone for specific purposes.
2. **Confidentiality.** All members must remember that Executive Committee meetings are private and confidential.
3. **Club Roster Restrictions by New Clubs in Same Area.** New clubs who were formed from another club cannot and shall not use the existing club's rosters for recruiting members to their new club.
4. **Unity.** All clubs in a county should work together and should not disparage each other.
5. **Nominating Committee.** Area Nominating Committees shall be elected by the month of May in the year elections take place.
6. **Membership Effective Date.** Membership in the Federation is not effective until the dues are received by NFRW. ***ARTICLE III., MEMBERSHIP – TFRW BYLAWS***
7. **Federated Club Name Use.** Any NFRW/TFRW chartered Club who has failed to follow the Bylaws and has indicated that they do not want to be Federated shall not be eligible to use the chartered Federated club's name. Continuing to use the Federated club name may lead to legal action. ***ARTICLE XIII., DISSOLUTION AND INACTIVE CLUBS – TFRW BYLAWS***

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- 8. PROXY.** A proxy for Board meetings must be from the area in which the Area Vice President serves. If a proxy cannot be obtained from said area, it is permissible for a non-voting member of the Board of Directors to serve as the proxy. *ARTICLE IV., OFFICERS AND THEIR DUTIES, SECTION 4. B. – TFRW BYLAWS*

S.R. IX., Adopted August 20, 2022.

- 1. Security.** The Tennessee Federation of Republican Women State Board meetings, State Conventions, club meetings, or other events or meetings sponsored by the TFRW or a Federated Club, including meals, are not open meetings and only members, invited speakers, and other approved invited guests will be permitted to enter the physical meeting spaces.

Attendees on site at the physical location must always wear their name tag at all times during the meeting and will be required to show their name tags in order to gain entry to the meeting spaces.

Sergeants at Arm and/or security personnel will be on site to provide security at the physical meeting location. If an uninvited guest approaches you for business other than Federation business, you may report this to the Sgt. at Arms who will report this to the proper authority.

When dissolution of a club is being considered, a thirty (30) day's written notice must be given to the TFRW President and to the Area Vice President who represents the club. A duly called special meeting stating the cause of the meeting shall be sent to ALL members.

S.R. X., Adopted October 20, 2023

- 1. Duties of the Parliamentarian.** The Parliamentarian may give advice on parliamentary procedure, must be familiar with the bylaws and the standing rules of the club, and shall be entitled to the membership privilege of a ballot vote if a club member.
- 2. Duties of a Nominating Committee.**

This is an important job and should never be taken lightly. This should never be personal and should only be conducted in a manner beneficial the TFRW.

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A chairman and secretary must be the first order of business. The chairman is elected immediately after being elected. The chairman should appoint a secretary as soon as possible.

Members should maintain confidentiality and never speak of what takes place in a meeting outside the meeting, either during or after that their term is in effect. Information can be sensitive so each member of the committee must maintain the integrity of the committee.

A nominating committee must carefully review the eligibility requirements for each office and seek the best qualified candidates for each position. It is customary to take applications for each position sought. The nominating committee must make every effort to fill each position and must assure that each candidate is fully qualified. Each nominee **MUST** submit a “Consent to Serve”. If a nominee is found to be ineligible after a vote was taken, that vote is null and void, and a eligible nominee must be found.

Members of the nominating committee cannot submit their own names for nomination. *If all efforts to fill a position have been exhausted, it is allowable for a nominating committee member to resign from the nominating committee and submit her name to be added to the slate.*

If any position has been left unfilled, then nominations from the floor will be taken at a meeting duly called for the purpose of electing officers. No one should be nominated without her consent.

The chairman of the committee must schedule meetings of the committee. These meetings can be in person, by conference call, or by Zoom or Skype type meetings. Each meeting must be duly called to order and the Secretary record the minutes of the meeting. These minutes are to be kept in the Chairman’s manual to be passed to the next Chairman. **EVERYTHING DISCUSSED AND INFORMATION OBTAINED IS CONFIDENTIAL. NO DISCUSSIONS OR COMMENTS ARE TO BE MADE OUTSIDE THE OPERATION OF THIS COMMITTEE. NO EXCEPTIONS.**

ARTICLE VII, NOMINATIONS AND ELECTIONS – TFRW BYLAWS

- 3. Deadline for Running from the Floor.** For anyone who runs from the floor, a candidate must give no less than a 24-hour notice to allow enough time to prepare for a contested election. ***ARTICLE VII, NOMINATIONS AND ELECTIONS – TFRW BYLAWS***

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4. **Nominating Committee Deadline.** It is encouraged for clubs to elect their Nominating Committee for the next term at the same time they elect their new officers. All clubs must elect their Nominating Committee as soon as possible after the first of the year after the TFRW Convention. The existing Nominating Committee is in effect until their term expires. ***ARTICLE VII, NOMINATIONS AND ELECTIONS – TFRW BYLAWS***
5. **Eligibility to serve as State President.** One must have served as club president to be eligible to serve as state president. **Adopted February 3, 2024.**

S.R. XI.

1. Standing Rules for Dissolution of Club

- a. A Club's membership **MUST** vote for dissolution at a meeting duly called for such purpose.
- b. **ALL** members must be duly notified and given ample time to respond.
- c. A majority of members must vote to dissolve the club. (Not majority present.)
- d. Notice of intent must be given to the Area VP and to the TFRW President at least thirty days prior to dissolution.
- e. Clubs who do not relinquish all funds and the official TFRW/NFRW name will be held legally responsible for refusing to adhere to the Bylaws, Article XIII, B., 1. And 2.
- f. If a Club dissolves and fails to relinquish the name of the club and performs any action that causes harm to the Federation, it will be held legally responsible for expenses incurred if a lawsuit is necessary.
- g. If a club votes to dissolve, it must do everything possible to disassociate itself from the Tennessee Federation of Republican Women and the National Federation of Republican Women.

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- h. Clubs agree that if they do not relinquish the funds and the name of the club once dissolved, it will be held legally responsible for any legal action that is necessary.
- i. In being chartered, all clubs agree to adhere to the Bylaws, Rules and procedures of the Federation. ***ARTICLE XIII., DISSOLUTION AND INACTIVE CLUBS – TFRW BYLAWS.***

S.R. XII., Adopted May 8, 2024

1. TNFRW Club Representation on County Executive Committees.

In counties with multiple Federation Clubs who do not allow more than one Federated Club President to sit on the County Executive Committee, the Federated Clubs shall rotate annually.

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