



NOKOMIS, OSPREY, VENICE AREA REPUBLICAN CLUB  
CONSTITUTION AND BY-LAWS

**ARTICLE I – NAME**

The name of the club shall be the Nokomis, Osprey, Venice Area Republican Club or NOVA RC or ‘The Club’, chartered by the Republican Party of Florida.

**ARTICLE II - PURPOSE**

The objective and purpose of the Club shall be:

- (a) To attract members into, and involve them in the Republican Party and subsequently provide them with a practical means of participation, leadership training, and political involvement at all levels of government.
- (b) To support the ideals, principles, objectives and platform of the Republican Party and to secure the election of all duly nominated Republican candidates in the General Election.
- (c) To foster and encourage loyalty to the Republican Party.
- (d) To support the objectives and policies of the Republican county, state, and national committees.
- (e) To promote an informed electorate through education.
- (f) To promote the principles of freedom, equality and justice on which the government of the United States of America is founded.

**ARTICLE III - MEMBERS**

Section 1: Membership categories are as noted below:

- a) There will be two categories of members- Regular and Associate. Regular membership is open to all registered Republicans who are residents of Sarasota County. Associate membership is open to Republicans registered outside of Sarasota County.
- b) The annual membership term is January 1 through December 31. Renewal dues must be paid by December 31 of each year.
- c) Regular members in good standing may make motions, participate in discussions and debate, and vote on issues. Only Regular members in good standing who have attended three meetings as members during the preceding year may vote on election of

officers. Associate members may not make motions and do NOT have voting privileges but may participate in discussion other than debate on motions.

- d) Visitors /Guests may attend two regular meetings and then will be required to join the club on their third visit. Visitors/Guests are not able to participate in discussions, debates and voting unless pre-authorized by the Executive Board.
- e) Elected Republican officials of Sarasota County, the State of Florida, United States Republican Congressmen, and United States Republican Senators are eligible to be Honorary Members, non-voting.
- f) Life membership will be granted to a regular member and spouse, partner, or significant other by a one-time payment of \$500 and approval of the board. Annual dues are not required from life members. Life members are eligible to vote.
- g) Emeritus status may be granted to members of the club by recommendation of the Executive Board.
- h) Any member, regular or associate, may be expelled from the club, with or without cause, at any time by the Executive Board.

Section 2. Dues and Renewals. The Executive Board shall set the annual dues, both individual and family. All memberships are annual from January 1 through December 31. Members must renew before expiration of the current membership term, or they will be removed from the membership list.

All new and renewal applications must be vetted for qualifications under these bylaws by the Membership Chair and submitted to the Executive Board for approval. Payment and a completed (signed) application form must be received before an application can be processed.

## **ARTICLE IV – OFFICERS**

Section 1. The officers of the Club shall be President, Vice President, Secretary, and Treasurer. Officers must be members of the Club in good standing. Beginning with the January 2025 election, nominees must have been a member of the club for at least twelve months before being nominated and have attended a minimum of eight meetings within the previous year and volunteered for a minimum of one NOVA activity within the past year. For the January 2024 election, nominees must have been a club member for at least six months and have attended four out of the previous six meetings. Officers shall be elected annually at the regular January meeting of the Club.

- (a) A nominating committee consisting of three members shall be selected by the President at the October membership meeting.
- (b) Nominations for Officers from the floor shall take place at the November membership meeting only. If there is only one qualified nominee for any position in November, no vote will be needed in January.
- (c) The responsibilities of the nominating committee are to determine whether nominees are qualified under these bylaws as to length of membership, attendance, and participation in a club event and to inform the Executive Board and the nominees as to their findings.
- (d) Any nominee must receive greater than fifty percent of the votes to be deemed elected. In the event that no candidate receives greater than fifty percent of the vote in the initial election, the top two nominees with the most votes shall participate in a runoff election to determine the winner

- (e) Voting in elections shall be by secret ballot unless a candidate is unopposed, whereupon a voice vote may be taken.
- (f) The newly elected officers will be sworn in immediately after the results of the election is known.

Section 2. The duties of the officers shall be:

- (a) The **President** shall preside over all meetings of the Club and its Executive Board, and exercise general supervision over all activities of the Club. The President shall have the power to appoint all committee chairpersons.
- (b) The **Vice President** shall assist the President in supervising the activities of the Club, and assume the duties of the President when the President is absent or incapacitated.
- (c) The **Secretary** shall be the recording *and* corresponding officer of the club, for membership meetings of the Club and Executive Board meetings. The Secretary shall keep a record of the minutes of such meetings, making membership meeting minutes available to the general membership and other appropriate entities as designated by the President according to the RPOF. The Secretary shall assume the duties of the President when the President and Vice President are absent or incapacitated.
- (d) The **Treasurer** shall collect all funds paid to the Club or any of its committees, receipt thereof, and deposit it in accounts designated by the Executive Board. The Treasurer shall be responsible for making all expenditures authorized by the Club; The Treasurer shall prepare a proposed annual budget for the following year by November of the current year. The President may sign checks in the absence of the Treasurer. The Treasurer shall give a verbal report at each regular meeting of the Club – Beginning Balance, Receipts, Expenditures, Ending Balance, and Financial Status of the Club. The Treasurer shall also provide a similar written report at each regular Executive Board meeting. The Executive Board must approve, by motion, in advance, expenditures over \$200.00. The Treasurer shall file all financial reports as required with the Republican Party of Florida (RPOF) and the Sarasota Board of Elections.

Section 3. The President shall fill all vacancies of officers with the approval of the Executive Board until the next regular election. In the event the office of President becomes vacant, the Vice President shall assume the office of President until a new President is elected at the next regular election.

## **ARTICLE V - EXECUTIVE BOARD**

Section 1. The duly elected officers of the Club and all standing committee chairpersons shall constitute the Executive Board.

Section 2. The Executive Board may recommend additional temporary committees for the President's approval.

Section 3. Special meetings of the Board may be called by the President or upon written request of three members of the Board.

Section 4. The President shall establish the duties and responsibilities of each committee as deemed necessary by the Executive Board.

Section 5. A quorum of the Executive Board is required to conduct the business of the Club. This quorum shall include three of the current duly elected officers.

Section 6. The Executive Board may make a decision on any matter not directly stated or covered in the Bylaws.

## **ARTICLE VI – MEETINGS**

Section 1. The regular meeting of the Club shall be held at the date, time and location specified, as determined by the Executive Board. The Club shall hold a minimum of eight regular meetings each year.

Section 2. The regular meeting held during January shall be for, but not necessarily limited to, the election of officers.

Section 3. Special meetings may be called by the President or by the Executive Board, or by written request of a majority of members in good standing of the Club. At least 10 days' notice must be sent by the Executive Board to regular members by e-mail or U.S. Postal Service stating the purpose, time, place, and date of the special meeting. The Executive Board must schedule the special meeting within 30 days of the request.

Section 4. Only Regular members, in good standing, shall be allowed to vote in meetings of the Club except that in order to vote in an election of officer(s), a member must have attended at least three meetings as a member in the preceding year. Pursuant to the Republican Party of Florida Rules of Procedure, proxy voting shall not be allowed in any meeting of the Club.

Section 5. Those present regular members in good standing shall constitute a quorum.

Section 6. There shall be no video or audio recording of meetings unless authorized in advance by the President and/or Executive Board.

Section 7. Speaking by regular and associate members in good standing shall be limited to two minutes unless otherwise authorized by the Executive Board. Visitors/Guests may not speak at meetings unless otherwise pre-authorized by the Executive Board.

Section 8. Proper etiquette and decorum as per Robert's Rules of Order or the Executive Board are expected during meetings, which includes but is not limited to, that a speaker must be recognized, must direct comments to the President, speak only on the motion, keep a courteous tone, and may not refer to other members' motives.

Section 9. All New Business must be submitted to the President at least 15 days prior to a meeting and be approved by the President to be added to the agenda.

## **ARTICLE VII – ATTENDANCE**

Officers and Committee Chairpersons are expected to attend all regularly scheduled board and membership meetings in order to perform the requirements of their positions. The Executive Board may excuse absences. Three unexcused absences will result in removal from the Board or committee. The Secretary will list, in the minutes, the names of elected officers who attend required meetings.

## **ARTICLE VIII – STANDING COMMITTEES**

Section 1. The President shall appoint a Membership Committee chairperson promptly after the annual election of officers. This committee shall actively and vigorously promote membership in the Club by community outreach and events. The Membership Committee shall be responsible for invoicing members annually for their membership renewal and shall

keep accurate membership records. Membership chair may not share the membership list by e-mail or otherwise unless approved by the Executive Board or the President.

Section 2. The President shall appoint a Program and Events Committee chairperson promptly after the annual election of officers. It shall plan the programs, speakers and any special projects of the Club.

Section 3. The President shall appoint a Communications Committee Chairperson promptly after the annual election of officers. This committee shall oversee communication efforts on behalf of the club such as newsletters, website, mass mailings and e-mailings.

The electronic or printed membership list may not be shared by e-mail or otherwise unless approved by the Executive Board or the President.

All standing committee chairs will be nominated by the President and approved by the Executive Board.

### **ARTICLE IX – OTHER COMMITTEES**

Section 1. The Executive Board as deemed necessary shall create additional committees. All chairpersons shall be regular members in good standing and appointed by the President. The President shall be an ex-officio member of all committees, except the Nominating Committee.

Section 2. The President shall form an Audit Committee consisting of three members promptly after the annual election of officers. It shall audit the Treasurer’s accounts at the close of the preceding fiscal year and report its findings to the Executive Board and then to the members at the next regular meeting.

All other committee chairs will be nominated by the President and approved by the Executive Board.

### **ARTICLE X- ENDORSEMENTS & INTRA-PARTY DIFFERENCES**

Pursuant to the Republican Party of Florida Rules of Procedure, no chartered club or organization using the name Republican shall participate in intra-party differences, nor shall it, as an organization, seek to influence the nomination or election of any Republican over another Republican unless the County Executive Committee has endorsed one Republican over another. Then the Club may seek to influence the election of the candidate endorsed by the County Executive Committee. Chartered clubs shall not entertain motions to adopt platform positions on issues or endorse candidates except that they may entertain such motions to take the same position or endorse the same candidate as the County Executive Committee has taken. Under no circumstances shall a chartered club invite a non-Republican to be a guest speaker at a club meeting or function without prior approval of the County Republican Executive Board. The Chairperson of the Republican Party of Florida shall be the authority with respect to internal disputes referred by any Club or member of a club chartered under this rule.

### **ARTICLE XI - PARLIAMENTARY AUTHORITY**

The rules contained in the latest version of “Robert’s Rules of Order, Newly Revised” shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these By-Laws, the Republican Party of Florida Constitution, the Republican Party of Florida Rules of Procedure, and any special rules of order the Club may adopt.

The Executive Board reserves the right to adopt policy not directly stated in the by-laws for the proper operation of the club.

## ARTICLE XII - AMENDMENTS TO BY-LAWS

These By-Laws may be amended at any regular meeting of the Club by a two-thirds vote of the regular membership present, provided the amendment has been submitted in writing to the Executive Board for review and placement on the agenda at the previous regular meeting. A notice regarding the amendment must be e-mailed to all members at least 10 days before the meeting at which the amendment(s)/revision will be presented for a vote.

### DEFINITIONS

**Membership:** Individual, Family, maximum of 2 per household.

**Good Standing:** Any member that is actively registered Republican, residing in Sarasota County whose dues have been paid to date.

Adopted: \_\_\_\_\_  
Date

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Alice Rothbauer  
President

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#### CHANGE RECORD:

11/15/11	Article IV, Section 1	Changed date from December to January
02/21/12	Article III, Section 1	Changed to read 'must be registered Republican voters'
03/12/19	Article III, Section2	Changed to read "\$25 for Individual membership and \$40 for Family membership".
07/16/19	Bylaws Revision	General Revision and update of the Club bylaws.
4/17/23	Bylaws Revision	General Revision and update of the Club bylaws.