

- 3.08 A General Meeting, called the Annual Meeting, shall be scheduled each December for the primary, although not necessarily for the sole purpose of electing the Board of Directors to replace the Board of Directors whose term will expire at midnight on December 31st of that year. The Board of Directors shall be elected from a slate of nominees prepared by the Nominating Committee for three (3) year terms by a majority vote of those Members present and voting. Nominations for Board of Directors may be accepted from the floor at the Annual Meeting. Voting will be by paper ballots; proxy voting shall not be permitted and absentee ballots shall not be accepted.
- 3.09 The General Meeting presiding officer shall break all General Meeting tie votes.
- 3.10 The Board shall consist of nine (9) members, four (4) Officers and five (5) Directors:
- President
 - Vice-President
 - Secretary
 - Treasurer
 - Five (5) Directors, each having a specific directorship name and responsibility: Director of Membership/Volunteer Engagement, Director of Community Involvement, Director of Political Campaigns and Elections, Director of Events, Director of Communication.

Each candidate shall run for a specific Office or specific Directorship and serve a three (3) year term.

In the event a Board member position becomes vacant between Annual Meetings, the Board may fill the position temporarily. A special election will be held for the membership to elect the replacement at the next scheduled General Meeting.

- 3.11 The President shall preside at all General Meetings and all Board Meetings. The President shall have a vote on the Board and in the General Meetings.
- 3.12 Unless otherwise provided for in these By-Laws, or Board policy, Roberts Rules of Order shall be used to determine all meeting procedures and rules.

ARTICLE IV

TERMS OF OFFICE

- 4.01 The terms of the Board of Directors shall be for 3 years and expire at midnight on December 31st of each year.

ARTICLE V

GENERAL

- 5.01 URGVS shall not endorse any candidate for any contested primary election EXCEPT by unanimous vote of the Board, and approval by the full membership in a simple majority vote.

- 5.02 Following review and upon the Board’s affirmative resolution and approval by full membership in a simple majority vote, URGVS may offer its recommendations regarding ballot initiatives and/or propositions.
- 5.03 As provided under Arizona law, URGVS shall indemnify and hold harmless any Board of Director member, employee, contractor or agent who was, is, or may be involved in any legal proceedings by virtue of her/his good faith actions on behalf of URGVS.
- 5.04 These By-Laws approved May 6, 2021 are the By-Laws of the United Republicans of Green Valley & Sahuarita.

ARTICLE VI AMENDMENTS

- 6.01 Amendment(s) to these By-Laws may be proposed for consideration by the Board at any General Meeting.
- 6.02 Notification is to be provided to membership a minimum of five (5) days before the General Meeting at which time the Board’s decision is presented on the proposed Amendments.

ARTICLE VII DISSOLUTION

The Board of Directors by two-thirds (2/3) affirmative vote may recommend that URGVS be dissolved and that the question of its dissolution shall be submitted to a Membership vote at the next General Meeting. At such General Meeting a two-thirds (2/3) affirmative vote of Members present and voting shall be required to approve the dissolution and to direct the Board of Directors to prepare, within sixty (60) days, a dissolution plan and to call a General Meeting within ninety (90) days to consider the dissolution plan. Dissolution shall not be final until the Membership, by simple majority of those present and voting, approve the Board of Directors’ dissolution plan.

ARTICLE VIII APPROVAL OF THIS DOCUMENT

- 8.01 These By-Laws, upon approval by two-thirds of the Members at the General Meeting on May 6, 2021, will come into effect on December 31, 2021.

The Membership vote was _____ For _____ Against

By-Laws (circle one) APPROVED NOT APPROVED

2021 Board of Directors

President, Yale Wishnick

Vice-President, Margaret Bengtson

Secretary, Mary Grace Werner

Treasurer, Elizabeth Linck

Director, Paul Fitch

Director, Kathryn Kohler

Director, Larry Alkire

Director, Holly Scott

Director, Open