

**BYLAWS
REPUBLICAN PARTY OF KALAMAZOO COUNTY
STATE OF MICHIGAN**

I. NAME

The name of the Kalamazoo County Republican Committee shall be the Republican Party of Kalamazoo County, State of Michigan. Hereafter, it will be known as *the Party*.

II. PURPOSES

The purposes of this Party shall be to

- Promote the ideals and policies of the Republican Party,
- Perform all duties required of the Party, its Committee, its Executive Committee and Officers, by law (Michigan Election Law, 1954 Act 116, effective June 1, 1955, as amended), those delegated or advanced by the Republican National Committee and the Republican State Committee and such other duties not prohibited by law as will benefit the Party.
- Recruit and assist candidates for public office and manage the affairs and business of the Party.

III. COUNTY EXECUTIVE COMMITTEE

1 – Establishment

This committee is established by law (section 168.599 MCLA) and State Party Rules.

2 – Duties

The duties of the Executive Committee shall be to establish general policy and to conduct the affairs of the Party in accordance with these bylaws.

3 – Membership

The membership of the Executive Committee shall be as follows:

A. Those persons who shall have been most recently nominated at the last two (2) preceding fall primary elections for county and state legislative offices in the fall elections of even numbered years. These persons shall be known as *Statutory Members* of the Executive Committee.

B. A number of persons, equal to the number of candidates of the Party for election to county and state legislative office in Kalamazoo County, shall be selected by the precinct delegates to the Fall County Convention of the Party taking place in even-numbered years. These persons shall be known as *Elected Members* of the Executive Committee.

C. The President or Chairman of any Republican Organization in Kalamazoo County shall be an ex-officio, nonvoting member of the Executive Committee. The committee may appoint other ex-officio members by majority vote. Ex-Officio members shall have a voice on the Executive Committee, but not a vote.

4 – Selection

A. The precinct delegates to the Fall County Convention shall convene at the call of the Party Chairperson within twenty (20) days following the November election for the purpose of selecting the Elected Members of the Executive Committee. [MCL 168.599(1)]

B. The nomination of the delegate appointed members of the Executive Committee shall be made by a Convention Nominating Committee consisting of seven (7) members, who shall be appointed by the County Chair and approved by the Executive Committee, one member shall be a county official candidate and one a state official candidate, at least thirty (30) days prior to the November convention called for the purpose of selecting the delegate members. The minimum number of candidates nominated by the Convention Nominating Committee shall be the number of delegate appointed members to be selected at the convention. They shall be nominated prior to the County Convention and their names imprinted upon a ballot which shall also provide blank spaces for additional nominees to be nominated by the delegates attending the convention.

5 – Term of Office

The term office of the Elected Members of the Executive Committee commences at the adjournment of the Fall County Convention and terminates at the adjournment of the Fall County Convention two years later.

6 – Vacancies

A. If a vacancy occurs in the position of a Statutory Member of the Executive Committee and there is a special election held to fill the office, the vacancy may only be filled by the person who is the new Republican nominee for the office in question. If the office is filled by appointment and the new official is a member of the Party, he shall fill the vacancy and if an Elected Member, shall surrender this position.

B. If a vacancy occurs in the position of an Elected Member of the Executive Committee, the remaining Elected Members of the Executive Committee shall select a person to fill the vacancy by majority vote, with a runoff if necessary. The committee members shall receive a minimum of ten (10) days notice prior to any vote to fill a vacancy.

7 – Roles and Responsibilities of Executive Committee Members

A. All members of the Executive Committee are expected to participate fully in promoting the goals and purposes of the Party.

B. Each Executive Committee member shall be a registered voter in Kalamazoo County. Executive Committee members have the right to vote on all matters which come before the Executive Committee, except as otherwise provided by these bylaws.

C. They also shall be dues-paying members of the organization, and attend all regular and special meetings unless unable to do so. If a member's dues are not paid by February 1, his power to vote shall be suspended until they are paid.

D. Elected Members are subject to removal from the Executive Committee should they fail to fulfill the responsibilities of their office. These responsibilities include, but are not limited to attendance at regular monthly meetings, special meetings and sponsored events of the

organization. Elected Members who are unable to attend a regular monthly or special meeting have a responsibility to notify the Chairperson, or another officer of the Executive Committee of their inability to attend. Their failure to do so will be classified as an unexcused absence. **Elected Members who have three consecutive unexcused absences, or six unexcused absences in a calendar year are subject to dismissal from the Executive Committee.**

E. A motion to consider the removal of an Elected Member from the Executive Committee requires a two-thirds vote of the Elected Members present at a regular meeting of the committee. If the motion to consider removing an Elected Member is approved, a letter must be sent to the delegate informing him of the action taken, and the right to appear at the next regular meeting of the organization to appeal the action taken. Final approval to remove an Elected Member requires a two-thirds vote of the members present at the meeting held subsequent to the one where the motion to consider removing an Elected Member was approved.

8 – Selection of Officers, Term and Vacancies:

A. Within thirty (30) days following the convening of the Fall County Convention (convened in even numbered years), the Executive Committee shall meet and select a temporary chairperson and a temporary secretary. The temporary officers shall serve only during the selection of the officers of the Executive Committee, who shall also serve as the officers of the County Committee for the two (2) years commencing on January 1 next (odd numbered years). Newly elected officers shall be sworn in at the December Executive committee meeting.

B. The officers of the Executive Committee and the County Committee shall be: The Chairperson, Vice-Chairperson, Secretary and Treasurer.

C. If a vacancy occurs in the office of the Chairperson, the Vice-Chairperson shall automatically assume the duties and powers of this office. Any other vacancies shall be filled by election of the Executive Committee at the next Executive Committee meeting.

D. The Committee has the power to elect other officers as they determine are necessary.

E. An officer of the Executive Committee can be removed from office or a vacancy in an office may be declared by a two thirds vote of the members of the committee, provided, however, that such person shall be furnished with notice in writing that removal will be sought, and the grounds upon which such action is based, and signed by not less than one third of the members of the Committee. Such person shall be given 30 days to appear and respond to the allegations. The Chairperson is required to include the letter to remove on the agenda of the next regular meeting after the 30 days and entertain a motion pursuant to the request. The Chairperson must allow for discussion of the motion to remove. The Vice-Chairperson shall preside as Chairperson at the next regular meeting should the Chairperson be the subject of the motion.

IV. DUTIES OF OFFICERS

1 – Chairperson

A. In all official business, the Chairperson shall be referred to as Chairman or Chairwoman, as appropriate.

B. The duties of the Chairperson shall be those provided by law and also such other duties not prohibited by law as may be required by action of the Executive Committee, including but not limited to the following:

- The Chairperson shall preside at all meetings of the executive committee and shall be an ex-officio member of all standing committees.
- The Chairperson shall be responsible for directing the day-to-day affairs of the organization and shall coordinate the activities of the Republican Party organizations within the County.
- The Chairperson shall submit reports to the Executive Committee, as may be required by action of the Committees; shall keep the Committees informed of Republican Party programs and activities; and may assign to other officers and committees such duties as may be necessary.
- The Chairperson shall be the official spokesperson and shall oversee media relations unless the Executive Committee appoints another person to fill that role.
- The Chairperson shall call and preside over all meetings of the Executive Committee.

2 – Vice-Chairperson

A. In all official business, the Vice-Chairperson shall be referred to as Vice-Chairman or Vice-Chairwoman, as appropriate.

B. The Vice-Chairperson shall preside at meetings of the Executive Committee in the absence of, or at the request of the Chairperson and shall perform such other duties as directed by the Chairperson and/or the Executive Committee. In the event the Chairperson is unable to act, the powers and duties of the Chairperson shall be assumed by the Vice-Chairperson until such inability is removed or until the Chairperson shall again take up the duties of the office.

3 – Secretary

The Secretary shall perform all the duties normally incident to the office of Secretary and in particular shall keep a permanent record of the minutes and attendance at all meetings of the Executive Committee, shall make these records available for inspection and copying by any member of the Committee who requests the minutes of the most recent meetings and shall see that all notices are duly given as required by law and by these bylaws.

4 – Treasurer

A. The Treasurer shall have the care and custody of all monies paid to the Party and shall deposit the same in the name of the Party in a bank designated by the Executive Committee and shall pay all duly authorized bills. The Treasurer shall be responsible for the proper and timely filing of all financial reports required by law.

B. The Treasurer shall keep an account, in permanent records, of all financial transactions of the Party. A statement of financial conditions (revenues, expenditures, outstanding obligations and cash balances) will be made at each regular meeting of the Executive Committee. Upon reasonable request, all records shall be open to inspection.

C. Within 30 days of the close of each calendar year, the Treasurer with the assistance of the Finance and Budget Committee shall prepare an annual, accurate statement as of December 31st of each year setting forth the financial condition of the Party. The Treasurer shall forward this report to the officers by the first day of February for the year following and shall present a copy of the report to the Executive Committee at its next regular meeting.

D. Upon leaving office, the Treasurer shall furnish to his successor all funds, accounts and other property pertaining to the affairs of the Treasurer.

V. MEETINGS

1 – Regular Meetings

Regular meetings of the Executive Committee shall be held at least once in each calendar month at a time and place to be determined by the Chairperson, provided, however, that by a majority vote of the elected and appointed members of the Executive Committee the regular meetings of the Executive Committee may be held every second month. The Chairperson may cancel a meeting if extenuating circumstances arise. During convention months, the Executive Committee meeting will precede the county convention.

2 – Special Meetings

Special meetings shall be called by the County Chairperson upon the written request of the number of members of the Executive Committee that would constitute a quorum or by the County Chairperson on his own motion. Upon receipt of such a request, the Chairperson has up to five business days to schedule the special meeting. It shall be scheduled between five and ten business days after its time is decided. Notice of special meetings must be given to all Executive Committee members when its time is decided and must specify the purpose(s) of the meeting.

3 – Quorum

A quorum of the Executive Committee shall consist of at least 30 per cent of the total voting members of the Executive Committee. The affirmative vote of a majority of those present shall be necessary to take formal action, except as otherwise provided herein or by law.

4 – Electronic Votes

In the event of an urgent matter which cannot wait until the next Executive Committee meeting, the Chairperson may call for an electronic vote. Such a motion is non-amendable and non-debatable. The vote will be conducted by email and members shall have 48 hours to vote. The results of the vote shall be reported at the next Executive Committee meeting.

5 – Robert’s Rules of Order

The rules contained in Robert’s Rules of Order, Newly Revised, shall generally govern the Executive Committee in all cases where they are applicable and in which they are not inconsistent with these bylaws or special rules of order of the Executive Committee. A vote of one third of the members present at the Executive Committee meeting will suffice to strictly apply Robert’s Rules for the remainder of that meeting. The Chairperson may appoint a parliamentarian to assist in the interpretation of these bylaws or Robert’s Rules of Order, Newly Revised. The person appointed as parliamentarian need not be a member of the Executive Committee.

6 – Proxies

Candidates for legislative offices consisting of more than one county may give a written proxy to other members of the Executive Committee. No other proxies shall be permitted.

VI. COMMITTEES

1 – Membership

A. At the first Executive Committee meeting following the selection of the new Chairperson, Executive Committee members shall volunteer for standing committees. Each Executive Committee member shall be an active member of at least one standing committee. Each committee shall select a chairman. All members of standing committees must be members of the Party, but need not be Executive Committee members. Party members and unsuccessful applicants for Executive Committee should be contacted and encouraged to join committees.

B. The Chairperson and Vice-Chairperson of the Executive Committee shall be ex-officio members of each of the standing committees, with full voting rights. The Executive Committee Chairman, Vice-Chairman and Treasurer shall be members of the Finance and Budget Committee with full voting rights.

C. At least one of the members of the Executive Committee shall be on each standing committee.

2 – Scope and Structure of Committees

A. The general scope, but not the details of the activities of each committee, shall be determined from time to time by resolution of the Executive Committee.

B. Nothing herein shall prohibit the appointment of other committees as are deemed necessary by the Executive Committee.

3 – Standing Committees:

A. Finance and Budget

Mandates:

- Develop a budget for the Party at the beginning of each year and submit it to the Executive Committee for approval.
- Oversee party spending to make sure that the Party stays on budget.
- Evaluate the dues structure of the Party as necessary.

B. Fundraising

Mandates:

- Solicit donors to raise money for the Party. Solicitation can be by mail, email, or in person.
- Develop and oversee fundraising events to raise money for the Party.
- Events should include, but not be limited to Lincoln Day, which could be run by a subcommittee.
- Set a specific goal for how much money should be raised.

C. Outreach and Public Relations

Mandates:

- Reach out to groups that share common interests, generally by attending their meetings. Such groups include, but are not limited to Tea Party, homeschoolers, gun groups, churches, businesses, College Republicans, Young Republicans, farmers, Michigan Townships Association.
- Coordinate writing of letters to the editor concerning elections and other important issues.
- Assist the leadership in writing press releases and opinion pieces. Anything appearing under the name of the Party should be approved by the Chairman or the Executive Committee.
- Make recommendations for changes or additions to the website. (The committee would not necessarily control the website; it would submit changes for execution.)
- Participate in functions to get the Party name out. These could include parades, softball games, candidate forums, etc.

D. Volunteer Coordination

Mandates:

- Obtain information on Party volunteers from databases, candidates, and other sources.
- Pass this information to committee chairmen to contact volunteers.
- Work with staff to examine and keep up to date the Party database.

E. Candidate Recruitment and Assistance

Mandates:

- Recruit candidates for offices without qualified Republicans running. Coordinate recruitment so that more than one candidate is not recruited for the same office.
- Recruitment should include nonpartisan offices such as city commission, school board, and library board.
- Meet with candidates immediately after the filing deadline (primary in the case of contested partisan primaries in which the Party has not endorsed) and offer assistance and advice from elected officials and experienced campaign managers and office workers. (This is particularly for first-time candidates.)
- Put together booklets of relevant information to give to candidates and offer information about campaign schools.
- Attempt to ensure that candidates in competitive elections actively campaign for office. Intervene when needed.
- Maintain contact with current elected officials and inform them of local events.

F. Planning

Mandates:

- _ Evaluate rules and bylaws as necessary.
- _ Create and maintain a Master Copy of Party bylaws and policies.
- _ Develop a Strategic Plan for the Party at the beginning of every two-year cycle and submit to the Executive Committee for approval. Incorporate the goals of the officers.

- Develop plans to reform the structures and functions of the Kalamazoo GOP and submit them to the Executive Committee for approval as necessary.

4 – Reports

Committees should submit written reports to the Secretary after each meeting for dissemination by email to the Executive Committee. Reports should include specific information on what the committees did to achieve their mandates (e.g. how many dollars raised, letters written, etc.) Committees should meet when necessary. This may not be every month.

VII. DISPERSEMENT OF FUNDS

1 - Regulations

The receipt, maintenance and disbursements of funds on behalf of the Party shall be in accordance with written regulations and policies adopted by the Executive Committee. Such regulations and policies shall be recommended by the Finance and Budget Committee and shall be effective upon approval by a majority of the Executive Committee.

2 – Banking and Appropriation of funds

All organization funds contributed to or received on behalf of the Party shall be deposited in a bank. All expenditures, withdrawals or appropriations therefore shall be made only upon the authorization of the Officers or the Executive committee. The Executive Committee may authorize the expenditure of small amounts by the Chairperson without prior approval. Checks shall be drawn by the Treasurer and countersigned by the Chairperson, or another officer.

3 – Intent

All Party funds should be used to further the Party’s purposes and goals.

XIII. AMENDMENTS, POLICIES, ENDORSEMENTS

1 – Amendments

All proposed amendments to these bylaws shall be first submitted in writing and presented to the Executive Committee at least one month prior to the date on which such proposed amendments are to be voted. They shall be referred to the Planning Committee for study, and it shall make its report on said amendments to the Executive Committee. Adoption of an amendment requires a majority vote of the total voting membership of the Executive Committee.

2 – Policies

The Executive Committee may implement policies by majority vote, provided that they do not conflict with these bylaws. All proposed policies shall be first submitted in writing and presented to the Executive Committee at least one month prior to the date on which such proposed policies are to be voted. They shall be referred to the Planning Committee for study, and it shall make its report on said policies to the Executive Committee.

3 - Endorsements

The Executive Committee may endorse, support or disavow an individual candidate in contested Republican primary election; provided that resolution to endorse or disavow a particular

candidate be adopted by two thirds (2/3) of the Executive Committee present and voting and provided notice of the resolution is given at least one month prior to the date on it is to be voted, with the consent of the candidate to be endorsed where an endorsement is proposed.

IX. EFFECTIVE DATE OF THESE BYLAWS AND AMENDMENTS TO THEM

These Bylaws and all amendments to them are effective upon their adoption by the Executive Committee; and they supersede all prior motions/resolutions adopted in Executive Committee meetings.

Adopted by the Kalamazoo County Republican Party Executive Committee April 19, 2012.

Amended by the Kalamazoo County Republican Party Executive Committee December 8, 2014.

Amended by the Kalamazoo County Republican Party Executive Committee February 9, 2015..