

BYLAWS OF THE EXECUTIVE COMMITTEE
OF THE REPUBLICAN PARTY OF ALLEGAN COUNTY

ARTICLE I.
NAME

Name

Section 1. This committee shall be known as the Allegan County Republican Party Executive Committee and for the purposes of these bylaws shall be referred to as the Committee,

ARTICLE II.
PURPOSES

The purposes of the Committee shall be:

Legal Duties

Section 1. To perform all duties delegated to the Committee by law and by the rules and bylaws of the Republican National Committee and the Michigan Republican State Committee as have been adopted and amended or may hereafter be adopted and amended.

Business

Section 2. To direct, manage and supervise the affairs and business of the Allegan County, Republican Party for the purpose of increasing participation in the Party and aiding the election of qualified Republican candidates.

Bylaws

Section 3. To adopt a set of bylaws by which the Committee shall be governed.

ARTICLE III.
MEMBERSHIP

Selection

Section 1. The membership of the Committee shall be determined in accordance with Michigan law and Michigan Republican Party bylaws. The members elected at the Fall county convention shall be known as "Elected Members", and those persons who are members due to their nomination as Republican candidates for county or state office shall be known as "Statutory Members".

Qualifications

Section 2. Members of the Committee shall be qualified voters residing in Allegan County, except as provided by law.

Vacancies

Section 3. If a vacancy occurs among the elected members of the Committee, the remaining members (Elected and Statutory) shall elect a qualified person to fill that vacancy. Such election shall take place at the first meeting of the Committee for which prior notice, as provided for in these bylaws, is given. If a vacancy occurs among the Statutory members, that vacancy shall not be filled.

Voting Privileges

Section 4. The privilege of voting shall be accorded members whose annual dues to the County Committee are currently paid. The Committee shall designate types of membership and set dues accordingly,

ARTICLE IV. **OFFICERS**

Selection

Section 1. The Committee shall elect a Chairperson, a Vice Chairperson, a Secretary and a Treasurer.

Vacancies

Section 2. A vacancy occurring among the officers shall be filled by the Committee at the next meeting of the Committee for which prior notice, as provided for in these bylaws, can be given.

ARTICLE V.

REMOVAL

Automatic Removal

Section 1. Members of the Committee automatically forfeit Committee membership and all Committee offices upon being absent without reasonable excuse from Committee meetings, provided that prior notice of those meetings was given to such officers and members.

- a. All excuses shall be reviewed and approved by a majority of the Officers (Article VI).

Removal by Committee Vote

Section 2. Members of the Committee are subject to removal from the Committee by a two-thirds ($\frac{2}{3}$) majority vote of the Committee, provided that prior notice of the vote, as provided for in these bylaws, has been given and the officers or member in question have been given prior notice by e-mail (if possible) and return-receipt Certified Mail. The member in question shall have fourteen days (14) to respond from receipt of notice.

Reasons for Removal by Committee Vote

Section 3.

- a. Reasons for removal include, but are not limited to:
 - i. Failure to observe these bylaws or the other bylaws, rules and statutes to which the Committee is subject;
 - ii. Conviction of a felony;
 - iii. Behavior or actions that are contrary to the goals of the Executive Committee;
 - iv. Change of residence, in the case of Elected Members, to another county, and in the case of Statutory Members, to another area whose state representative districts do not include any part of Allegan County;
- b. Residency challenges must be brought forward to the Chairperson and Secretary by any Committee member. The Secretary shall notify the challenged Committee Member by e-mail (if possible) and return-receipt Certified Mail.

Vacancies

Section 4. The removal of a member or officer from the Committee or forfeit of membership or office shall create a vacancy, which vacancy shall be filled or left vacant in accordance with these bylaws.

ARTICLE VI **POWERS, DUTIES AND RESPONSIBILITIES** **OF OFFICERS, MEMBERS AND EMPLOYEES**

General Duties

Section 1. The Officers of the Committee shall have such powers, duties and responsibilities as usually pertain to their offices except as modified by these bylaws and by such other rules, bylaws and statutes to which the Committee is subject, or as may be modified by the Chairperson or by the action of the Committee.

Chairperson

Section 2.

- a. The Chairman, as chief executive officer of the committee, shall preside at all meetings of the Committee, unless otherwise directed by the Committee, and shall execute all contracts, agreements, documents and other commitments authorized by the Committee, and he may delegate this authority.
- b. No later than the first day in March of each calendar year, the Chairman shall prepare and present to the Committee for approval and possible amendment, a budget for the Committee which shall cover the upcoming fiscal year running from April 1 through March 31 of the following year. Such budget shall be prepared with the advice of the Finance Committee and other officers of the Committee. If the Committee does not approve a budget by March 1, the Chairperson may adopt the budget of his or her choice.
- c. The Chairperson of the Committee shall also be Chairperson of the Slate/Convention Committee unless otherwise designated by the Chairperson.
- d. The Chairperson shall be an ex-officio member of all standing committees, but shall not have the right to vote unless named a member thereto.

Vice-Chairperson

Section 3. The Vice Chairperson, in the absence of the Chairperson shall perform all the duties of the Chairperson, shall perform such other duties as the Committee shall determine, shall be an ex-officio member of all standing committees, but shall not have the right to vote unless named a member thereto.

- a. The Vice Chairperson does not have the power to call a meeting if that call has been rescinded by the majority of the Officers.

Secretary

Section 4.

- a. The Secretary of the Committee shall take accurate minutes of the meetings of the Committee, shall preserve such minutes and shall supply a copy of same to officers and members on request.
- b. The Secretary shall at all times maintain a current roster of the Committee's officers and membership, and the officers and membership of the standing committees, including their residence and business addresses, e-mail and telephone numbers.
 - i. All requests for membership lists must be first approved by a majority of the Officers.
- c. The Secretary shall be a member of the Communications Committee,
- d. The Committee shall reimburse the Secretary for copying and mailing costs incurred in fulfilling the duties of the office.

Treasurer

Section 5.

- a. The Treasurer shall have custody of all funds of the Committee which funds shall not be drawn upon without the approval of the Finance Committee, which shall act in the interest or under the direction of the Committee.
- b. The Treasurer shall be responsible for preparing and filing all legally required state and federal campaign finance reports.
- c. The Treasurer shall keep the Chairperson and the Committee informed of all payments due including county quota payments due the Republican State Committee or Congressional District Committee.
- d. The Treasurer shall keep a record of all receipts and disbursements of funds in his or her charge and said records, upon reasonable request, shall be open to inspection by any officer or member of the Committee,
- e. The Treasurer shall arrange for a regular annual audit if annual revenues are above \$25,000.00 by an accountant designated by the Committee. The Treasurer shall also, within twenty (20) days after the end of his term of office, turn over to his successor all funds, monies, books of accounts and other records pertaining to or associated with the affairs of the Committee.

Finance Chairperson

Section 6. The Finance Committee shall be responsible for raising all funds needed to meet the budget of the Allegan County Republican Party and shall at all times keep the Committee advised of the financial resources and prospects of the Allegan County Republican Party and shall make a report of such resources and prospects at each regular meeting of the Committee.

Others

Section 7. All other officers, members and employees of the Committee, as well as standing committee members, shall be subject to these bylaws and to the other rules, bylaws and statutes to which the Committee is subject.

ARTICLE VII
STANDING COMMITTEES

Purpose

Section 1. The Committee shall have standing committees, which shall study and advise the Chairperson and the Committee with respect to all matters within their jurisdiction and shall perform such other duties as the Chairperson and the Committee may direct.

Membership

Section 2. The Chairperson, with the approval of the Committee, shall appoint the membership of each standing committee at the first meeting of the Committee in each calendar year. The Chairperson is free to make subsequent changes in the membership of the standing committees, but every member of the Committee must serve on at least one (1) standing committee

First Meeting

Section 3, Each standing committee shall meet at the call of the Chairperson within thirty (30) days after the first meeting of the Committee in each calendar year. This may be done in-person, by telephonic/online conference call, or e-mail.

Standing Committees

Section 4. There shall be the following standing committees with the following responsibilities:.

- a. The **Finance Committee** shall be responsible for developing and implementing fundraising programs and events for the Party.
- b. The **Slate/Convention Committee** shall be responsible for all details and preparations related to county conventions which are not delegated by law to other groups or persons. The duties of this committee are outlined in Article IX, Section 2 of these bylaws.
- c. The **Candidate Recruitment Committee** shall identify, recruit, train, and/or endorse qualified candidates to run for public office on the Republican ticket and shall develop programs to secure the election of those candidates.
- d. The **Organizational Committee** shall develop and implement programs for securing reliable Party workers in every precinct in the county. This committee shall also be responsible for organizing and preparing for the major fundraising events for the Party.
- e. The **Issues/Resolutions Committee** shall consider and recommend to the Committee appropriate stands on relevant matters of the day. All such recommendations shall be in the form of written resolutions which shall be voted on by the Committee. The committee shall provide any written resolution for consideration by the Committee to the Secretary at least fourteen (14) days before the subsequent Committee meeting.
- f. The **Communications Committee** shall be responsible for preparing and disseminating all mass communications by the Committee. This shall include, but is not limited to, newsletters, print advertising, social media, and broadcast advertising.
- g. The **Membership Committee** shall develop and implement programs for maintaining and increasing the number of dues-paying members of the Allegan County Republican Party.
- h. The **Youth Involvement Committee** shall develop and implement programs for securing greater participation in Party activities by young people.
- i. The **Technology Committee** shall develop and implement programs to facilitate and

improve the maintenance and retrieval of information relevant to Party activities within the county.

j. The **Rules Committee** shall interpret these rules of procedure and shall be the parliamentary authority on all matters concerning these rules. The chairperson of this committee shall act as parliamentarian at all meetings; however, his rulings are subject to appeal.

Other Committees

Section 5. The Chairperson may create other standing committees with powers and duties not inconsistent with these bylaws.

ARTICLE VIII.

MEETINGS

Regular Meetings

Section 1. The Committee shall hold meetings at least six (6) times each year or more frequently as required to carry out the duties and responsibilities of the Committee. The time and place of all meetings shall be determined by the Chairperson and a tentative schedule of the Year's meetings shall be announced by the Chairperson at the first meeting of the Committee in each calendar year.

Special Meetings

Section 2. The Chairperson may call special meetings of the Committee and must call special meetings when requested in writing by seven (7) members of the Committee.

Prior Notice

Section 3. Not less than ten (10) days prior to each regular meeting of the Committee and, when possible, prior to each special meeting, the Secretary shall forward to each member of the Committee, notice of the time and place of the meeting and an agenda of any special matter to be considered at that meeting.

Quorum

Section 4. Twenty-five percent (25%) of members and officers of the Committee shall constitute a quorum at meetings of the Committee.

Voting

Section 5. Members and officers whose dues are current, shall each have one vote and must be present in order to exercise that vote, except as otherwise provided by law.

Rules

Section 6. *Robert's Rules of Order, Newly Revised*, shall govern the conduct of the Committee,

its meetings and the meetings of its standing committees except as otherwise provided for in these bylaws and the other rules, bylaws and statutes to which the Committee is subject.

ARTICLE IX.
STATE CONVENTIONS

Delegation Chairperson

Section 1. Unless otherwise directed by the county convention, the Committee Chairperson shall serve as the Chairperson of the Allegan County Delegation to Republican state conventions.

Method of Call

Section 2. At the first meeting of the calendar year, the Chairperson shall, in consultation with the Slate/Convention Committee, shall present the method of call to the Committee for approval. Such method shall apply to all subsequent conventions of the cycle unless changed by the Slate/Convention Committee or per State Party Rules governing said convention.

ARTICLE X.
MISCELLANEOUS

Records

Section 1. Records and materials received or prepared by the officers or employees of the Committee in the discharge of their duties shall be the property of the Committee and each such officer or employee at the conclusion of their term of service shall deliver all such records and materials to his successor, to the Chairperson of the Committee or to the Chairperson of the Republican State Committee, except as the Committee may otherwise direct.

Indemnification

Section 2. The Committee shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, by reason of the fact that he or she is or was an officer, member or employee of the Committee, against expenses (including attorney's fees), judgments, fines and amounts paid in settlements actually and reasonably incurred by him or her in connection with such action, suit, of proceeding if he or she acted in good faith, with the approval of the Committee or Chairperson and in a manner he or she reasonably believed to be in the best interests of the Committee, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

ARTICLE XI.
BYLAWS

Amendments

Section 1. These bylaws may only be amended by a vote of two-thirds ($\frac{2}{3}$) of the Committee.

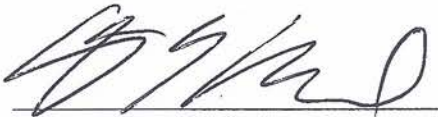
Effective Date

Section 2. Any amendment which shall affect the voting rights or membership of Committee members or officers shall not take effect until the next election of elected Committee members at the Fall county convention.

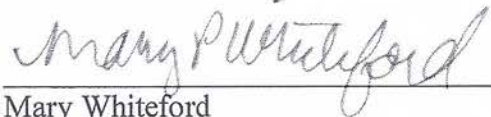
Distribution

Section 3. The Secretary shall deliver a current copy of these bylaws to all members of the Committee and to the Chairperson of the Michigan Republican State Committee following adoption or amendment of these bylaws.

These revised by-laws were adopted on April 16, 2015:



Steve McNeal
Chairman



Mary Whiteford
Vice-Chairman



Jason A Watts
Secretary