

BYLAWS OF THE ST. CLAIR COUNTY REPUBLICAN CENTRAL COMMITTEE

Adopted April 16, 2014

Amended November 17, 2015

ARTICLE I. ESTABLISHMENT AND GOVERNANCE

- A. The St. Clair County Republican Central Committee is established hereby. The governing entity of the Republican Party shall be the Central Committee (referred to in these Bylaws as "Central Committee").
- B. The object of the Central Committee shall be to establish, organize, and promote the operations of the Republican Party in St. Clair County.

ARTICLE II. MEMBERS OF THE CENTRAL COMMITTEE

- A. **Election.** The members of the Central Committee shall be the Republican Precinct Committeemen who are elected or appointed as provided by law and these Bylaws. At the Biennial County Convention only those Precinct Committeemen who were elected at the last primary election are members of the Central Committee.
- B. **Vacancy.** A vacancy in the office of Precinct Committeeman shall exist upon a Committeeman's death, resignation, removal or disqualification by law. A vacancy also occurs when the voters of a precinct fail to elect a Republican Precinct Committeeman in a Primary Election. Vacancies in the office of Precinct Committeeman shall be filled by appointment of the Chairman of the Central Committee.

ARTICLE III. OFFICERS

- A. **Terms.** The elected officers of the Central Committee shall include Chairman, First Vice Chairman, Secretary and a Treasurer, who shall be elected to two-year terms at the biennial organizational meeting of the Central Committee. The Chairman may nominate or appoint additional Vice Chairmen

at his/her discretion, subject to the confirmation of the executive committee. Such officers are appointed to two-year terms, to expire on each anniversary of the biennial organizational meeting. Appointed officers are not required to be Precinct Committeemen.

- B. **Chairman.** The Chairman shall be elected pursuant to law at the Biennial Convention. The Chairman shall have all powers and authorities as provided by law, and shall further be Chief Executive Officer of the Central Committee. The Chairman shall have authority to make officer, committee and temporary task force appointments except as otherwise provided by law or in these Bylaws. The Chairman shall have the authority to hire, supervise and release all staff of the Central Committee. The Chairman shall preside over all meetings and other proceedings of the Central Committee, and shall determine points of parliamentary procedure or law as necessary. The Chairman shall be a member ex- officio with the right to vote of all standing committees, committees, and temporary task forces, except as otherwise provided in the Bylaws. The Chairman shall have the power to recognize Republican Organizations within the County and shall be a member ex- officio with right to vote in all such organizations. The Chairman shall have the power to fill all vacancies of any officers of the Central Committee (except as otherwise provided in ARTICLE III-G herein).
- C. **First Vice Chairman.** The 1st Vice Chairman is elected at the Biennial Convention and must be elected from within the membership of the Central Committee. The First Vice Chairman shall preside at meetings of the Central Committee in the absence of the Chairman. The First Vice Chairman shall perform all duties of the Chairman in the event of the Chairman's absence, death, removal, resignation, inability to act, or other vacancy of the office, and

fills the unexpired term arising from a permanent vacancy. The First Vice Chairman shall be a member ex-officio with the right to vote of all standing committees, committees, and temporary task forces. The First Vice Chairman may have additional powers as assigned by the Chairman.

Other Vice Chairman elected at the Biennial Convention are not required to be members of the Central Committee by virtue of election as precinct committeeman during the state election process.

- D. **Treasurer.** The Treasurer shall be elected from the Central Committee membership, pursuant to law. The Treasurer shall retain the funds of the Central Committee, report to the Central Committee with regard to receipts and expenditures, present an annual Central Committee budget and fund-raising plan, serve as chairman of the Finance committee, and except as otherwise provided in these Bylaws, prepare and file all financial disclosure documents which may be required by State or Federal law. Reports to the Central committee shall be at the monthly meeting and shall include a Balance Sheet and Detailed Report of Income and Expenses, pending bills that are known commitments shall also be disclosed.. The Treasurer may have additional powers as assigned by the Chairman.
- E. **Secretary.** The Secretary shall be elected from the Central committee membership, pursuant to law. The Secretary shall keep minutes of meetings of the Central Committee and distribute the minutes to Central Committee members at least ten days prior to the next regularly scheduled Central Committee meeting, in an electronic format. The Secretary shall record and retain minutes of the Executive Committee. The Secretary may have additional powers as assigned by the Chairman.
- F. **Other Officers.** Other Officers appointed by the Chairman shall have only those powers and privileges assigned by the Chairman.

- G. **Secretary or Treasurer Vacancy.** If the position of Secretary, Treasurer, or First Vice Chairman becomes vacant, the Chairman shall appoint an acting secretary, treasurer, or vice chairman until the Central Committee elects a successor to complete the term.
- H. **Removal of Officers.** Any elected officer may be removed for cause by the Central Committee upon a majority of the weighted vote. Any appointed officer may be removed with or without cause at any time by the Chairman.

ARTICLE IV. EXPENDITURE OF CENTRAL COMMITTEE FUNDS

- A. The Chairman has the authority to spend up to Two Hundred (\$200.00) of Central Committee funds for the purposes of the Central Committee, without prior approval of the Executive Committee. Funds to be spent above that amount must have approval by the Executive Committee based on a majority vote of the Executive Committee members and recorded in the Executive Committee Meeting Minutes.

ARTICLE V. STANDING COMMITTEES, COMMITTEES AND TEMPORARY TASK FORCES

- A. **Executive Committee.** The Chairman, First Vice Chairman, the Secretary, and such additional Committeemen as the Chairman may appoint, shall constitute the standing Executive Committee. The Executive Committee shall have general supervision of the affairs of the Central Committee between its meetings. The Executive Committee shall have the authority to undertake any and all necessary actions to accomplish the goals and purposes of the Central Committee. The Executive Committee shall have the authority to fill vacancies in elected office or otherwise slate candidates without prior approval of the Central Committee. The Chairman, in his or her discretion, shall call the Executive Committee to order to effect that purpose.

B. **Finance Committee.** The Chairman, First Vice Chairman, Treasurer, and such additional persons as the Chairman may appoint, shall constitute the standing Finance Committee. The Finance Committee shall assist in the preparation of an annual budget and fund-raising plan for the Central Committee, and shall have other duties specifically delegated by the Chairman.

C. **Other Committees and Temporary Task Forces.** The Chairman may establish committees or temporary task forces to accomplish tasks beyond the capabilities of the Central Committee or standing committees. The Chairman shall appoint a member of the Central Committee to chair any committee or temporary task force. Any person who declares allegiance to the Illinois Republican Party may be appointed by the Chairman to serve on a committee or temporary task force. Unless otherwise stated, the term of appointment shall be at the pleasure of the Chairman, to expire on the anniversary of the biennial organizational meeting. The Chairman and the Treasurer shall be members ex-officio with the right to vote on all committees and temporary task forces established pursuant to this section. Committees and temporary task forces shall meet at the call of the appointed chairman. Committees and temporary task forces shall disband upon the conclusion of the task assigned or as otherwise directed by the Chairman.

ARTICLE VI. MEETINGS

A. **Biennial Organized Meeting.** The Central Committee shall hold a biennial organization meeting pursuant to law.

B. **Meeting Frequency and Notice.** The Central Committee shall meet on a monthly basis. Meetings shall be called by the Chairman. Notice may be given in writing, orally, by fax, or electronically at times and on terms deemed reasonable by the Chairman. An announcement at a monthly meeting as to the time and place of the next meeting shall be presumed reasonable notice.

- C. **Special Meetings.** Pursuant to law, a special meeting of the Central Committee may be called by the Chairman, or by not less than 25% of the Central Committee members. Written notice of the time, place, and proposed items of business for the special meeting shall be sent to the Central Committee members and officers. Notice shall be deposited in the U.S. Mail, with a delivery service or sent by electronic facsimile or by email, so that it arrives at least five (5) days before the meeting date.
- D. **Meeting Notice List.** The Secretary shall maintain a meeting notification list, which shall include for each Central Committee member and Officer a current U.S. Mail address, telephone number, and if available, email or electronic facsimile number. Timely notices given to the addresses or numbers on the meeting notification list are deemed to have been given to the proper location. It shall be the responsibility of members and officers to update meeting notification list information.
- E. **Participation by Teleconference.** A person entitled to attend or vote at a Central Committee meeting may attend and vote either in person or by telephone or video conference device if and when approved in advance by the Executive Committee. Standing committees, committee, or temporary task force Subcommittees shall determine their own rules for participation by telephone or video conference.
- F. **Central Committee Quorum.** For special meetings: the presence of a majority in statutory weighted vote of the Central Committee shall be necessary to constitute a quorum to conduct Central Committee business at a special meeting. A person is present for purposes of determining a quorum if physically present or if participating by telephone or video conference device if and when approved in advance by the Executive Committee.
- G. **Central Committee Votes.** At meetings of the Central Committee, a member shall cast a statutory weighted vote for the election of officers of the Central

Committee. For all other business of the Central Committee, a vote shall be based upon one vote per Committeeman except as otherwise determined by law or in these bylaws. All questions shall be determined by majority vote cast on the question

- H. **Standing Committee, Committee, or Task Force Quorum.** The presence of a majority of the members of a standing committee, committee, or temporary task force shall be necessary to constitute a quorum to conduct business. A person is present for purposes of determining a quorum if physically present or if participating by telephone or video device if approved in advance by said committee.
- I. **Standing Committee, Committee, and Task Force Votes.** At meetings of a standing committee, committee, or temporary task force, a member shall have one vote. Except as otherwise provided by law or in these Bylaws, all questions shall be determined by a majority of votes cast on the question.
- J. **Monthly Meetings.** Each month this party shall meet and conduct its business and the Chairman shall report to those assembled all pertinent party business. A quorum of the Committeemen is not necessary to conduct business at the monthly meeting so long as the Committeeman have been provided the required notice of the time and place of the meeting. An announcement at the biennial convention that the regular monthly meeting shall be on a certain day of each month at a particular place and at a particular time is deemed sufficient notice to all Committeemen of said meetings throughout the term of office.

ARTICLE VII. PARLIAMENTARY AUTHORITY

- A. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Central Committee, standing committees, committees, temporary task forces and the County Convention in all cases to which they are

applicable and in which they are not inconsistent with these Bylaws, state statute, and any special rules of order the Central Committee or County Convention may adopt.

ARTICLE VIII. AMENDMENT AND SUSPENSION

A. **Amendments.** Amendments to these Bylaws, unless otherwise provided herein, may be adopted by the Central Committee upon receiving two-thirds (2/3) of the weighted vote of those present on the question, or upon receiving a majority of the weighted votes of those present if a copy of the proposed amendment is provided to each member 10 days prior to the vote thereon.

B. **Suspension.** Any provision of these Bylaws may be suspended by the Central Committee upon the vote of two-thirds (2/3) of the weighted vote.

ARTICLE IX. TOWNSHIP ORGANIZATIONS

A. The elected and/or appointed committeemen may organize by Township and engage in such activity as necessary to promote the Republican Party and its candidates in that township. The Township Committeemen may elect a Chairman, Vice Chairman, Treasurer and Secretary and they may use the term Republican in the title of their organization. The Chairman of the Central Committee shall serve ex-officio on each township organization. Said organization may raise money to advance its purposes. Each such Organization shall report to the Chairman from time to time as to its activities and comply with State and Federal reporting requirements. In the event there is no elected Township Chairman, the Central Committee Chairman may appoint one. Any appointed Township Chairman may be removed by the Central Committee Chairman.