

MASON COUNTY REPUBLICAN EXECUTIVE COMMITTEE BY-LAWS

ARTICLE I: Name and Purpose

- 1) This Committee shall be known as the Mason County Republican Executive Committee and for the purpose of these By-Laws shall be designated as the "Committee."
- 2) The Committee shall be organized and governed by the State Republican Plan. In the event of a conflict, State Party provisions will apply.
- 3) The purpose and object of this Committee shall be: to perform all duties delegated by law to the Committee and such other duties not prohibited by law as will benefit the general welfare of the Mason County Republican Party; and to adopt By-Laws, policies and procedures by which the Committee shall be governed.

ARTICLE II: Membership

- 1) The number of positions to be elected to the county executive committee is equal to the number of county offices and State Legislative offices for which Republican candidates were nominated at the last (2) preceding fall primary elections. The most recently nominated candidates for those same offices shall automatically serve as statutory members of the committee.
- 2) Each regular member of the Committee elected hereafter shall be a registered

Voter, a resident of Mason County and a paid member in good standing of the Mason County Republican Party.

3) Vacancies in membership among those persons elected to the Committee by the delegates at the Fall County Convention shall be filled by appointment by the remaining delegate elected members of the Committee.

4) The Committee shall have the authority and power to terminate the membership of any delegate elected member of the Committee, should any of the aforesaid members miss three (3) official Committee meetings, in a 12 month period, without being excused for valid reason, and in that event such member shall be notified that their seat may, by resolution be declared vacant and will be filled by proper election at the next Committee meeting.

ARTICLE III: Officers

1) The Officers of the Committee shall be: a Chairperson, a Vice-Chairperson, a Secretary, a Treasurer and such other officers as may be deemed necessary by the County Chairperson, with the approval of the Committee.

2) The term of office for the Chairperson, Vice-Chairperson, Secretary and Treasurer shall be for two (2) years commencing January 1st of the odd numbered years. The term of office of such other officers as may be deemed necessary shall be determined by the Committee.

3) In the event any officer shall resign or become ineligible to hold office, there shall be a vacancy in that office. In the event a vacancy occurs in the office of the Chairperson, the powers and duties of the Chairperson shall be assumed immediately and automatically by the Vice-Chairperson until a new Chairperson is elected. In the event a vacancy occurs in the office of the Vice-Chairperson, the powers and duties of the Vice-Chairperson shall be temporarily assumed immediately and automatically by the

Committee Secretary until a new Vice-Chairperson is elected. In the event a vacancy occurs in the office of the Committee Secretary, the powers and duties of the Committee Secretary shall be temporarily assumed immediately and automatically by the Treasurer until a new Committee Secretary is elected. In the event a vacancy occurs in the office of the Committee Treasurer, the powers and duties of the Committee Treasurer shall be temporarily assumed immediately and automatically by the Secretary until a new Committee Treasurer is elected. All vacancies in office shall be filled by elections of the Committee for the remainder of the term.

4) Any officer may be removed for cause at a regular meeting or special meeting called for that purpose. Notice of such action shall be given in writing or electronically conveyed at least 30 days in advance of such meeting. An affirmative vote of 60% of the committee members in attendance, provided there is a quorum present, shall be required for the removal of any officer.

5) Should any Committee officer become a candidate for State or Federal elective office by announcing his or her candidacy or forming, or authorizing or acquiescing in the formation of an exploratory or draft committee on his or her behalf, that officer shall immediately, effective on the day of the announcement of such a candidacy effort, resign his or her office.

ARTICLE IV: Election and Duties of Officers

1) The Committee Chairperson, Vice-Chairperson, Secretary and Treasurer shall be elected by the Committee as provided by law.

2) The Committee Chairperson shall preside at all meetings of the Committee, sign all contracts, agreements and documents, with the Treasurer. When authorized by the

Committee: submit reports to the Committee at each meeting; appoint and hire employees with the approval of the Committee as the business of the committee may require; appoint and remove the Chairperson and members of all sub-committees, subject to the approval of the Committee; be primarily responsible for directing the day to day administration of the Mason County Republican; serve as spokesperson for the Mason County Republican Party as needed, and direct the affairs of the Committee and the Party as prescribed by law and in accordance with the wishes of the Committee. The County Chairperson shall be an ex-officio member of all sub-committees.

3) The Committee Vice-Chairperson shall assist the Committee Chairperson as directed by the Chairperson and the Committee; conduct meetings in the absence of the Chairperson, and shall be an ex-officio member of all standing committees and sub-committees.

4) The Secretary shall keep an accurate and permanent record of the minutes of each meeting of the Committee and of the reports submitted by sub-committees; inform delegates by written instrument of all Convention dates; provide each member of the Committee in writing or electronically convey a copy of the minutes of the previous official meeting, and perform all duties normally incident to the office of Secretary.

5) The Treasurer shall receive all monies paid to the Committee or to the Mason County Republican Party and shall deposit the same in the name of the Committee in a bank designated by the Committee; pay all bills charged to the Committee as authorized by the County Chairperson, or in the absence of the same, the County Vice-Chairperson; sign and execute contracts, agreements and documents with the County Chairperson as herein provided; keep a permanent and accurate account of all receipts and disbursements in proper books, which books shall at all times be open to inspection and examination by the County Chairperson or Vice-Chairperson, or by any member obtaining the authorization of the majority of the Committee members; render a statement of the financial condition of the Committee at each regular Committee meeting; make an annual statement to the committee for review and approval; will work in conjunction with the County Chairperson in the preparation and/or revision of the yearly budget; be subject to a full review by the audit committee at a minimum of once every two (2) years; and turn over to his successor all funds, money, books, accounts, files, letters, records, papers and other property pertaining to or associated with the affairs of the Treasurer upon leaving office.

ARTICLE V: Meetings

- 1) Monthly meetings of the Committee shall be held on the day and at the time most convenient to the majority of the members attending.

- 2) Special meetings of the Committee may be called by the Chairperson when the business of the Committee requires the same, and the Chairperson shall call a special meeting of the Committee on written or electronic request of one-third of the members of the Committee within fifteen (15) days after such written or electronic request has been filed with the Chairperson. Upon failure to do so, any such member can give notice of a meeting five (5) days before such a meeting is called. Notice of special meetings shall designate the purpose of such special meeting. Only such designated business shall be transacted at said meeting.

- 3) Those authorized to vote must vote in person; proxy voting is not permitted, except by State Legislators unable to be present due to State business.

ARTICLE VI: Sub-Committees

- 1) The Committee Chairperson shall appoint the following sub-committees subject to approval of the Committee: A) Audit Review Sub-Committee. B) Budget Sub-Committee consisting of but not limited to the Chairperson and Treasurer. C) Nominating Sub-Committee. D) Membership/Outreach Sub-Committee. E) Event Sub-Committee. F) Electronic Media Sub-Committee. G) Any other sub-committees as deemed necessary by the Chairperson and with the approval of the Committee.

- 2) The terms of all of the above sub-committee members shall be two (2) year terms and expire on December 31 of each even numbered years.

- 3) Non-Committee members may be appointed to sub-committees and will be ex-officio Committee members.
- 4) Minutes of all sub-committees shall be submitted to the Committee Secretary on a monthly basis when having met.
- 5) The Event Committee shall update and submit a current special events checklist and event report to the Committee Secretary within one month following their event.

ARTICLE VII: Procedure

- 1) Robert's Rules of Order, newly revised, shall be followed as closely as possible at all meetings of the Committee and all standing sub-committees.
- 2) One authorized signature shall appear on all checks drawn on Committee bank Accounts. Authorized signatures shall be the Treasurer, Chairperson, or a third member or officer as designated by the Chairperson with the approval of the Committee.
- 3) A quorum of the Committee shall be 10 Voting Committee Members.
- 4) Two designated officers will have a mailbox key and they will be named in the first meeting after the county convention after the general election.
- 5) All activities created on behalf of or in the name of the Mason County Republican

Committee shall become the property of the Mason County Republican Committee.

ARTICLE VIII: Amendments

- 1) All proposed amendments to these By-Laws shall be first submitted in writing or electronically conveyed to the Officers of the Committee.
- 2) Each member of the Committee shall be notified in writing or electronically notified of the context of any proposed amendment at least thirty (30) days before the date on which such proposed amendment is to be voted on.
- 3) No amendment shall pass without an affirmative vote of 66 2/3% of the Committee Members in attendance, provided there is a quorum present.

ARTICLE IX: Dissolution of Organization

- 1) Upon an affirmative vote of three-fourths (3/4) majority of the membership, the organization shall be dissolved. All members of the organization shall be deemed to have expressly consented and agreed that upon such dissolution or completion of the affairs of the organization, whether voluntary or involuntary, the assets of the organization then remaining after all debts have been satisfied shall be distributed, transferred, conveyed, delivered, and paid over to the Republican Party of Michigan.

ARTICLE X: Adoption

- 1) These By-Laws shall be adopted when approved by a majority of the Committee present and voting at the meeting when they are presented.

2) When adopted, these By-Laws shall remain in force and effect only during the existence of the Committee.

3) These By-Laws are hereby declared to be in full force and effect on the date of adoption by the Mason County Republican Executive Committee. Each member of said Committee shall receive a copy thereof.

MASON COUNTY REPUBLICAN EXECUTIVE COMMITTEE

Adopted February 24, 1987

Re-Adopted January 24, 1989

Article VIII, Section 3, adopted November 24, 1998

Revised and adopted October 13, 2010

Revised, re-written and adopted March 14, 2019