

11 AUGUST 2015

CONSTITUTION AND BYLAWS OF THE
DORCHESTER COUNTY REPUBLICAN CENTRAL COMMITTEE OF
MARYLAND

ARTICLE I – NAME

The name of this organization shall be the Dorchester County Republican Central Committee (hereinafter referred to as “DCRCC”).

ARTICLE II – PURPOSES

The purposes of the Committee are to be the governing body of, and the official spokesman for the Republican Party in Dorchester County, Maryland; to cooperate with the Republican State Central Committee for the State of Maryland and with the Republican National Committee; to seek to register new voters as republicans and to encourage those already registered otherwise to change their registration to the Republican Party; to secure the election of all duly nominated Republican Candidates; to fill vacancies in, and in nominations for, public office; to periodically submit to the Governor the names of proposed members of the Board of Supervisors of Elections of Dorchester County; to cooperate and assist Republican activities in Dorchester County; to engage in fund raising to support the activities enumerated above, to promote the principals, objectives, and platform of the Republican Party; and to engage in such other activities as are reasonably necessary to accomplish the foregoing purpose.

ARTICLE III – MEMBERSHIP

SECTION 1. MEMBERSHIP: Membership of the DCRCC shall be regulated in accordance with the appropriate sections of Article 33 of the Annotated Code of Maryland, and Article II of the Constitution of the Republican Party of the State of Maryland. Membership shall be set at nine (9) members elected at large.

SECTION 2. QUALIFICATIONS: Each member of the DCRCC shall be a bona fide resident of, and registered voter in Dorchester County. Each member of the DCRCC shall have declared such member’s party affiliation to be “Republican” when registered to vote partisan elections under Maryland law and under the law of any and all local jurisdictions and shall maintain such Republican registration throughout such member’s term of office.

SECTION 3. TERM OF OFFICE: The term of office of members of the DCRCC shall be as provided in Article 33 of the Annotated Code of Maryland.

SECTION 4. RESIGNATIONS: Any member of the DCRCC may resign for any reason at any time provide that such member provides written notification to the Chairman of the DCRCC of such member’s intent to resign and the effective date of such resignation. In the event that no effective date is specified in the written notification, such resignation shall be effective upon receipt of the written notification by the Chairman.

SECTION 5. REMOVAL: Any member of the DCRCC who misses THREE (3) or more regularly scheduled meetings during a TWELVE (12) month period may be removed from the

DCRCC by affirmative vote of two-thirds of the members present and voting at the next regularly scheduled meeting. A member who has been removed in accordance with this Section shall be notified in writing within seven (7) days after the vote to remove, but failure to so notify such removed member shall not invalidate the vote to remove.

SECTION 6. VACANCIES: A vacancy shall exist upon the death, removal, or resignation of a member or upon the occurrence of any event provided for in Article 33, Section 11-2 of the Annotated Code of the State of Maryland. The Chairman shall immediately give notice to the other members of the DCRCC of a vacancy. When the DCRCC considers the matter of filling a vacancy, nominations may be made by any member, and election shall be by a majority of the DCRCC. A person elected to fill a vacancy shall serve for the remaining term of the member who created the vacancy.

ARTICLE IV – ORGANIZATIONAL MEETING

SECTION 1. CALL TO ASSEMBLE: Within four days after the gubernatorial general election, the newly elected member of the DCRCC who received the most votes of all persons elected as members of the DCRCC in the most recent gubernatorial primary election shall upon at least seven (7) days written notice to the newly elected members of the DCRCC, issue a call to assemble for the purpose of electing officers and conducting such other business that may properly be brought before the DCRCC. The newly elected member who issues the call to assemble shall act as the temporary Chairman of the organizational meeting until the Chairman is elected. In the event that such newly elected member fails to call such a meeting within four days after the gubernatorial election, the newly elected member who is first in the alphabetical listing of the newly elected members of the DCRCC, within five days thereafter, shall initiate the call to assemble and act as the temporary Chairman of the organizational meeting. The responsibility to issue the call to assemble and to serve as the temporary Chairman shall progress down the alphabetical listing of the newly elected members of the DCRCC each five days thereafter until the call to assemble is issued.

SECTION 2. ELECTION OF OFFICERS: At the first order of business of the newly elected members at the organizational meeting shall be the election of officers.

ARTICLE V – OFFICERS

SECTION 1. OFFICERS: The officers of the DCRCC shall be a Chairman, Vice Chairman, Secretary, and Treasurer. The Secretary shall not be required to be a member of the DCRCC, but must be a registered Republican voter in Dorchester County at the time of election and throughout the term of office. The Treasurer shall be required to be a member of the DCRCC. All officers shall be elected by the DCRCC.

SECTION 2. CHAIRMAN: The Chairman shall be the chief executive officer to the DCRCC; shall preside at all meetings of the DCRCC; shall have general supervision over the affairs, activities, and employees of the DCRCC; shall make all DCRCC appointments unless herein or by law otherwise provided; shall be the official spokesman for the DCRCC; and shall perform such other duties as are required by law and as usually pertain to the office of the Chairman.

SECTION 3. VICE CHAIRMAN: The Vice Chairman shall perform the duties of the Chairman in his/her absence and perform such other duties as are required by law or as may be prescribed by the Chairman and are incident to his office, and in the event a vacancy occurs in the office of Chairman, the Vice Chairman shall exercise all of the powers and perform all of the duties of the Chairman until such vacancy has been filled by the DCRCC.

SECTION 4. SECRETARY: The Secretary shall keep complete and accurate minutes (including attendance records) of all meetings of the DCRCC; shall be responsible for official notices and reports as required by law or by tis Constitution and Bylaws and shall perform such other duties as the Chairman shall assign and are incident to this office.

SECTION 5. TREASURER: The Treasurer shall be responsible for the receipt and disbursement of all monies by and for the DCRCC; shall maintain the accounts for the DCRCC and shall maintain complete and accurate records of all receipts and disbursements; shall submit an annual estimated budget to the chairman prior to December 31 of each year; shall render periodic reports of income and expenditures as required by the Chairman or the DCRCC; and shall, upon request, account to and transfer to the successor Treasurer any funds belonging to the DCRCC at the end of his/her term.

SECTION 6. GENERAL COUNSEL: A General Counsel may be appointed by the Chairman with the advice and consent of the DCRCC to serve as legal advisor and Parliamentarian to the DCRCC and to perform such other duties as are incident to this office.

SECTION 7. ELECTION OF OFFICERS: Election of officers shall be held at the organization meeting provided for in Article IV hereof and thereafter annually at the first duly called meeting of the-DCRCC following the first Tuesday after the first Monday in November. Officers shall be elected by majority vote of the members. Each officer shall serve for a term of office lasting one year, or until such officer's successor is elected, whichever is later to occur. Officers may stand for re-election.

SECTION 8. NOTICE OF ELECTION OF OFFICERS: Within fifteen days following the election of any officers(s), the Chairman shall notify the State Administrative Board of Election Laws and Republican State Central Committee for the State of Maryland of the names and addresses of the persons elected as officers.

SECTION 9. REMOVAL OF OFFICERS: At any regular or special meeting of the DCRCC, a vote may be taken to remove any officer from office except the Chairman, provided that at least twenty (20) days written notice has been given to all officers and to all members of the DCRCC of such intention. A two-thirds (2/3) majority of the votes cast shall be required to effect removal.

SECTION 10. FILLING OF VACANCIES: A vacancy shall exist upon the death, removal, or resignation of an officer. The Chairman shall immediately give notice to the other members of the DCRCC of a vacancy. If an officer is removed, the vacancy shall be filled by majority vote according to ARTICLE III, Section 6, taken at the same meeting. Except as otherwise provided in the proceeding sentence, if a vacancy occurs, an election shall be held to fill the vacancy for the remaining term at the first duly called meeting of the DCRCC which is

held not less than seven days after notice of the vacancy is given to other members to the DCRCC. In addition to the requirements set by Article III, Section 1, and the laws of the State of Maryland, DCRCC members shall not be related by consanguinity (blood) or affinity (marriage). The highest ranking Vice Chairman shall act as Chairman until a new Chairman is elected.

ARTICLE VI – MEETINGS AND VOTING

SECTION 1. REGULAR MEETINGS: Regular meetings of the DCRCC shall be held not less than once every three (3) months. Such meetings shall be held at a location in Dorchester County which is convenient to members of the DCRCC.

SECTION 2. SPECIAL MEETINGS: Special meetings of the DCRCC may be called by the Chairman or shall be called upon by written petition of the majority of the DCRCC.

SECTION 3. NOTICE: The Chairman shall give at least seven (7) days notice of any regular or special meeting of the DCRCC to each DCRCC member. Notice may be given by mail or electronic mail. If a notice of any regular meeting was given to members in attendance at a previous meeting, a verbal reminder, (in person or by phone call) may take the place of a written notice. Individuals with disabilities will be accommodated by providing notification via phone.

SECTION 4. PROXIES: Proxies shall not be permitted at any meeting of the DCRCC.

SECTION 5. QUORUM: A majority of the members of the DCRCC shall constitute a quorum for the transaction of business at any duly called meeting of the DCRCC with two exceptions as noted in ARTICLE V, Section 9, and ARTICLE XI: removal of members or officers and modification of the constitution and bylaws.

SECTION 6. ORDER OF BUSINESS: The order of business of the regular meetings shall be as follows:

Call to Order
Secretary's Report of Minutes of Prior Meeting
Treasurer's Report
Announcements
Old Business
New Business
Adjournment.

SECTION 7. RULES OF PROCEDURE: When not inconsistent with the provisions of these Bylaws, Roberts Rules of Order (revised) shall govern all meetings of the DCRCC and Executive DCRCC.

ARTICLE VII – STANDING COMMITTEES

The Chairman with the approval of the majority of the DCRCC members, may appoint such committees as may be necessary or practicable to carry out the purposes and intent of the DCRCC.

ARTICLE VIII – CONFLICTS OF INTEREST

Members of the DCRCC will sacrifice their personal views in support of the Republican Party and Republican candidates in order to serve the purposes of the DCRCC as set forth in Article II, hereof. If a member of the DCRCC feels compelled to support a candidate of an opposition party, either directly or indirectly, then such support will be deemed to be in conflict with the stated purposes of the DCRCC and the member shall be expected to promptly resign from the DCRCC.

ARTICLE IX – CONSTITUTIONAL CONFLICTS

To the extent that this Constitution and By-Laws may conflict with the State Republican Central Committee By-Laws or Constitution, the State By-Laws and Constitution shall govern.

ARTICLE X – MISCELLANEOUS

SECTION 1. FILLING VACANCIES IN NOMINATIONS FOR PUBLIC OFFICE. The DCRCC shall have such power as is conferred upon it by the law of Maryland to fill vacancies in nominations for public office. Whenever under the law of Maryland the DCRCC is to act in filling such a vacancy, the Chairman will appoint a Nominating Committee within three (3) days of notification of the vacancy.

SECTION 1a. The Nominating Committee shall contain at least three (3) members. Additional Committee or Non-Committee members may be added but the total must result in an odd number. DCRCC members, who are not a candidate for the position, may attend Nominating Committee meetings, which will be closed to the public.

SECTION 1b. Within eight (8) days of its creation, the Nominating Committee will complete the following tasks: 1) Compose job description of the vacant position, 2) Compile a list of fair and impartial interview questions, 3) Draft application and cutoff date timetable, 4) Determine advertising strategy within calendar and budgetary restrictions, 5) Review and rank candidate submissions and 6) Submit the top three (3) most qualified applicants to the DCRCC Chairman.

SECTION 1c. The DCRCC will interview the three candidates and determine through majority consensus which applicant will be recommended to the Governor to fill the vacated position. Within seven (7) days of receipt of the Nominating Committee's proposals, the Governor, along with the nominee and all other candidates, will be so advised of the DCRCC's decision.

SECTION 2. ENDORSEMENTS IN PRIMARIES: The DCRCC shall not endorse nor shall it support financially or in any other manner, any candidate, over any other candidate, group of candidates, or "ticket" prior to a Primary Election.

SECTION 3. MEMBERS OF THE BOARD OF SUPERVISORS OF ELECTIONS OF DORCHESTER COUNTY: Biennially, upon the request of the Governor, the DCRCC shall abide by the process set in Article X, Section 1, to designate at least two eligible persons

affiliated with the Republican Party for each position on the Board of Supervisors of Elections of Dorchester County which the Election Code requires to be filed by Republicans.

ARTICLE XI – AMENDMENTS TO THE CONSTITUTION AND BYLAWS

This revised Constitution and Bylaws shall take effect and be enforced when adopted by an affirmative vote of two-thirds (2/3) of the members present at a duly called and constituted meeting of the DCRCC and provided further that a copy of this Constitution and Bylaws was sent to each member with written notice of its proposed adoption at least seven (7) days prior to the meeting. This Constitution and Bylaws may be amended at any meeting by the affirmative vote of two-thirds (2/3) of the members, at a duly called meeting and provided further that notice of the proposed amendment was sent to each member of the DCRCC at least seven (7) days prior to the meeting. The Chairman shall file with the State Administrative Board of Elections Laws and with the Republican State Central DCRCC for the State of Maryland a copy of this Constitution and Bylaws within thirty (30) after its adoption and shall also file in the same locations a copy of any amendment to this Constitution and Bylaws within thirty (30) after its adoption.

Date of Adoption: 11 August 2015