



CONSTITUTION AND BYLAWS OF THE FREDERICK COUNTY REPUBLICAN CENTRAL COMMITTEE

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Preface

The Constitution and Bylaws are the fundamental principles and the defining operation of the organization as prescribed by law. They are rules for conduct, procedure and operation, the heart of the organization. As Republicans we are Conservatives as well and therefor prescribe to the Rule of Law, to do otherwise makes us no better than our opposition. The Constitution of the United States and of each State was provided to limit and control Government and to provide for rules of conduct for its members while designed to secure the blessings of liberty. As we hold the Constitution that governs our nation and that of our state in reverence, let us not forget this document, governs our organization, our conduct and provides us a structure to go forth and do our good deeds. Let us hold to our principles and keep this law of our organization steadfast and true. If such time, we find we need to make changes to our laws, let us do so in keeping with our laws. Let us not set aside this law for expedients sake.

Regis Gamble 2/20/14

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ARTICLE I – NAME

The name of this organization shall be the Frederick County Republican Central Committee; herein after referred to in this document as the FCRCC.

ARTICLE II – PURPOSE

In compliance with Article 33, § 4-202 of the Maryland Code, the purposes of the FCRCC is to be the governing body of and the official spokesman for the Republican Party in Frederick County, Maryland;

- (A) To cooperate with The Republican Party of Maryland and with The Republican National Committee.
- (B) To establish and operate an effective Republican political organization for Frederick County.
- (C) To seek to register new voters as Republicans and to encourage those already registered otherwise to change their registration to the Republican Party.
- (D) To secure the election of all duly nominated Republican candidates.
- (E) To fill vacancies and nominations for, public office.
- (F) To periodically submit to the Governor the names of proposed members of the Board of Supervisors of Elections of Frederick County.
- (G) To coordinate and assist Republican activities in Frederick County.
- (H) To engage in fund raising to support the activities enumerated above.
- (I) To promote the principles, objectives, and platform of the Republican Party as set forth in the platform and resolutions as adopted at the most recent state and national conventions and those Republican elected officials who support the same.
- (J) To engage in such other activities as are reasonably necessary and proper to accomplish the foregoing purposes.

ARTICLE III – MEMBERSHIP

SECTION 1. MEMBERSHIP:

Three levels of association with the FCRCC are Committee Member, Auxiliary Committee Member and Volunteer.

A. Committee Member:

Only the Committee Member is the official member of the FCRCC as regulated in accordance with the appropriate sections of the Election Laws of Maryland, this Constitution and Bylaw, and the Constitution and Bylaws of The Republican Party of Maryland. (All persons elected to The Republican Party of Maryland as a Central Committee member who reside in Frederick County shall be members of the FCRCC.) Membership of the FCRCC shall be set at nine (9) members, elected at large.

B. Auxiliary Committee Member:

In order to encourage active participation in FCRCC meetings and activities by individuals who are not official Members of the Committee, elected or appointed, the FCRCC may elect by majority vote three Auxiliary Committee Members these members have more privileges and room for advancement than that of a Volunteer as specifically provided for in these bylaws.

C. Volunteer:

Any registered Republican may volunteer for FCRCC activities, including Subcommittee work guided by appropriate subcommittee chair.

SECTION 2. QUALIFICATIONS:

Committee Members and Auxiliary Committee Members of the FCRCC shall be a bona fide resident of and registered voter in Frederick County. All the member of the FCRCC shall have declared such member's party affiliation to be "Republican" when registering to vote in 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 in office.

SECTION 3. TERM OF OFFICE:

- A. Committee Members** shall be as provided in the Election Law Article of Maryland. The tenure in office of a Committee Member of the FCRCC shall begin on the 14th day following the gubernatorial general election as stated under Maryland Election Law §4-202(f) (2) or as stated under section 6 of this article.
- B. Auxiliary Committee Members:** shall begin with their selection and with their election as stated under section 6 of this article and end at the same date as the Committee Members.
- C. Notification:** Within 15 days following the election or appointment of any member(s) or officer(s) of the FCRCC the Chairman shall report their name(s) to the State party Chairman, to the Maryland Board of Elections and to the County Board of Elections.
- D. Oath:** The Chairman will arrange for the new members to be administered an oath as specified below; members must take The Party Oath prior to assuming their official

duties. The Chairman shall certify to the State party Chairman that all members of the FCRCC have taken the Party oath.

E. The Party Oath:

The following oath shall be administered by an officer of the Clerk of the Circuit Court of Maryland for Frederick County or the Chairman, in the event new member is appointed by FCRCC or the officer of the court is unavailable:

I _____ (name) do solemnly swear or affirm that I will uphold and support the Constitution of the United States; be faithful and bear true allegiance to the state of Maryland and uphold the Maryland Constitution and laws thereof; abide by the Constitution and Bylaws of the Maryland Republican Party; and faithfully execute the office upon which I am about to enter with diligence to the best of my skill, abilities and judgment without partiality or prejudice.

SECTION 4. RESIGNATIONS:

Any member of the FCRCC may resign for any reason, at any time provided that such member provides written notification to the Chairman of the FCRCC 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. Any member who ceases to reside in Frederick County shall be considered to have resigned and may not continue to serve on the FCRCC.

SECTION 5. REMOVALS:

- A. **Regularly Scheduled Meetings:** Any member of the FCRCC who fails to appear at three consecutive regularly-scheduled meetings of the FCRCC during a period in excess of 60 days may be removed with prior written notice by return receipt mail by a two-thirds vote of the Committee Members present at the next regularly-scheduled meeting, after which the member shall be notified in writing by return receipt mail of this action within three days.
- B. **State Party Convention:** A Committee Member of the FCRCC who fails to be physically present and registered at (50%) fifty percent of the State Party Conventions during their term of office without a valid excuse, as determined by a vote of two-thirds of the FCRCC, will be dismissed from membership in the FCRCC.
- C. **Conduct:** A member may be removed for conclusive and justifiable malfeasance and/or misfeasance in office as determined by two-thirds majority of members as herein proscribed or as linked to Bylaws of The Republican Party of Maryland.
- D. **Felony:** Any member of the FCRCC who is convicted of a felony may be removed with prior written notice by return receipt mail by a two-thirds vote of the Committee Members present at the next regularly-scheduled meeting, after which the member shall be notified in writing by return receipt mail of this action within three days.
- E. **Code of Conduct:** As the duly elected or appointed representative of all Republicans in Frederick County, a certain code of conduct must be followed by all members of the FCRCC. Violation of this code of conduct by a member of this committee may result in censure or removal from the FCRCC. It is a violation of conduct to:

1. Cause harm to the reputation and good name of the Republican Party, as it pertains to official business;
2. Verbally harass or abuse another FCRCC member or members in plain view of the public during an open session of the FCRCC; or
3. Disclose remarks made by any member of the FCRCC during a closed session meeting of the FCRCC without the express permission of the originator of those remarks.

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 the Election Laws of Maryland.

The Chairman shall immediately give notice to the other Committee Members of the vacancy and shall promptly appoint an ad hoc Nominating Subcommittee and the Nominating Subcommittee Chair comprised of three Committee Members of the FCRCC shall promptly be appointed.

The Nominating Subcommittee shall meet, select and propose at least one nominee per position for consideration by the FCRCC Committee Members;

A. Committee Members Vacancy:

4. Automatic Nomination to Fill Vacancies: All Auxiliary Committee Members are automatically nominated to replace vacant position within the FCRCC. If No Auxiliary Committee Members are serving then;
5. The Nominating Subcommittee Chairman shall accordingly execute the protocols outlined in the FCRCC document titled “Vacant Elected Official Replacement Procedure”

B. Auxiliary Committee Members Vacancy:

1. The Nominating Subcommittee Chairman shall accordingly execute the protocols outlined in the FCRCC document titled “Vacant Elected Official Replacement Procedure”.

The proposed nominee(s) from the Nominating Subcommittee shall be voted on by the Committee Members and selected by majority vote at the next called Executive Session. If the position is not filled, additional nominations may be made by any Committee Member and elections shall be by a majority of the Committee Members. If a vacancy has not been filled within the eighty day period commencing on the date of the vacancy, the vacancy may be filled by the FCRCC Chairman. 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. QUADRENNIAL ORGANIZATIONAL MEETING CALL TO ASSEMBLE:

Not later than **fifteen** days subsequent to the gubernatorial **primary** election, the member-elect receiving the highest number of votes, or, if no election is held because of an insufficient number of candidates, the member-elect whose last name comes first in alphabetical order shall, upon at least **five** days' notice, hold a meeting of the incoming FCRCC to elect officers. This is an organizational meeting only. The Current FCRCC Chairman may arrange for the oath to be administered to all newly members-elect and shall certify to the state party chairman that all members have accepted to party oath. No FCRCC business can be officiated at this time. Refer to ARTICLE III, SECTION 3,A Term of Office, for official start date of the newly elected members. In the event that the newly elected member fails to call such a meeting within **twenty** days after the gubernatorial primary election, the newly elected member who is first in the alphabetical listing of the newly elected members of the FCRCC, 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 act as the temporary Chairman shall progress down the alphabetical listing of the newly elected FCRCC members each five days thereafter until the call to assemble is issued.

After the organizational meeting, the Committee Members-elect are encouraged to participate in FCRCC meeting as non-voting members, provided they are not currently sitting FCRCC Committee Members, and shall be included in All Meeting including Executive sessions until the beginning of their term of office.

Four days after the gubernatorial **general** election the Committee Chairman-elect of the FCRCC shall upon at least ten days written notice to the Committee Member(s)-elect of the FCRCC, issue a call to assemble for the first meeting for conducting normal business that may properly be brought before the FCRCC. This meeting shall be held no later than December 15th.

SECTION 2. ELECTION OF OFFICERS:

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 FCRCC shall be a Chairman, Vice Chairman, Secretary and Treasurer. The Chairman and Vice Chairman shall be Committee Member of the FCRCC.

The Secretary, Treasurer and General Counsel are required to take and accept the Party Oath, they shall not be required to be members of the FCRCC but must be registered Republican voters in Frederick County at the time of their election and throughout their term of office. All officers (except the General Counsel) shall be elected by the FCRCC. All officers are subject to Article III Section 2 Qualifications.

SECTION 2. CHAIRMAN:

The Chairman shall be the chief executive officer of the FCRCC with the following responsibilities;

- A. Meeting: Shall call regular and special meetings and preside over all meetings of the FCRCC.
- B. Bylaw: shall enforce and execute all current bylaws and laws as provided for.
- C. Supervision: shall have general supervision over the affairs, activities and any employees of the FCRCC.
- D. Budget: shall submit an annual proposed budget to the FCRCC at the first duly called meeting of the year.
- E. Funds: shall have authority to unilaterally spend an amount not to exceed \$250 for the general welfare of the FCRCC and supervise the expenditures of FCRCC funds.
- F. Spokesperson: shall be the official and principal spokesperson in all matters, media or inquiries in concert with these by-laws and/or the protocols.
- G. Appointments: shall make all FCRCC appointments unless herein or by law otherwise provided.
- H. Records: shall oversee the maintenance of all appropriate current and past FCRCC records.
- I. Other: shall perform such other duties as are required by law and as usually pertain to the office of the Chairman.
- J. Vote: shall retain the rights of participation by a member including a right of vote in all meetings.

SECTION 3. VICE CHAIRMAN:

The Vice Chairman shall preside at all meetings in the absence of the Chairman and perform such other duties as are required by law or as may be prescribed by the Chairman and are incident to this office, and in the event a vacancy occurs in the office of the Chairman, the Vice Chairman shall exercise all the powers and perform all the duties of the Chairman until such vacancy has been filled by the FCRCC.

SECTION 4. SECRETARY:

The Secretary:

- A. **Minutes:** shall keep complete and accurate minutes (including attendance records) of all meetings of the FCRCC.
- B. **Committee:** shall keep and maintain list of committees and members of each committee in a hierarchical structure.
- C. **Notices and Reports:** shall be responsible for official notices and reports as required by law of this Constitution and By-Laws.
- D. **Archive:** Shall archive all documentation, passwords, keys, and any item necessary for the operation of the FCRCC, except those maintained by the treasurer.
- E. **Other Duties:** shall perform such other duties as the Chairman shall assign and are incident to this office.

The Secretary need not be an elected member of the FCRCC but shall be obligated to take The Party Oath specified previously. This position may be filled by any qualifying Republican including Volunteer members.

SECTION 5. TREASURER:

The Treasurer shall be responsible for the receipt and, at the direction of the Chairman any approved budgets, the disbursement of all monies by and for the FCRCC; shall maintain the accounts for the FCRCC 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 FCRCC; and shall, upon request, account to and transfer any funds belonging to the FCRCC at the end of his/her term. FCRCC funds shall be maintained in a federally insured financial institution. All accounts shall be audited annually if requested by the Chairman or a majority of the FCRCC. (See Article VII, Section 2A.) Checks and other withdrawals of FCRCC funds shall be signed by the Treasurer or by the Chairman with the knowledge of the Treasurer. All financial transactions of the FCRCC shall be transacted in accordance with applicable Federal, State and County laws. The Treasurer need not be an elected member of the FCRCC committee but shall be obligated to take The Party Oath specified previously. This position may be filled by any qualifying Republican including Volunteer members.

SECTION 6. GENERAL COUNSEL:

A General Counsel may be appointed by the Chair with the advice and consent of the FCRCC to serve as legal advisor and Parliamentarian to the FCRCC and to perform such other duties as are incident to this office. The General Counsel need not be an elected member of the Committee but shall be obligated to take the Party oath specified previously. This position may be filled by any qualifying Republican including Volunteer members.

SECTION 7. ELECTION OF OFFICERS:

Election of officers shall be held at the organizational meeting provided for in Article IV hereof and thereafter annually at the first regularly scheduled meeting in December. Officers shall be elected by majority vote. Officers shall take office immediately following the completion of the election. 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. All officers may stand for re-election provided qualifications met.

SECTION 8. NOTICE OF ELECTION OF OFFICER(S):

Within fifteen days following the election of any officer(s), the Chairman shall notify the State Administrative Board of Election Laws and The Republican Party of Maryland of the names and addresses of the persons elected as officers.

SECTION 9. REMOVAL OF OFFICER(S):

At any regular or special meeting of the FCRCC, a vote may be taken to remove any officer from office provided that at least twenty days written notice has been given to all officers and to all members of the FCRCC of such intention. A two-thirds majority vote of the FCRCC shall be required to effect removal. Also see Article III, Section 5 concerning removals.

SECTION 10. FILLING OF VACANCIES:

A vacancy shall exist upon the death, removal, or resignation of an officer. The Chairman shall immediately give written notice to the other members of the FCRCC of a vacancy. If an officer is removed, the vacancy shall be filled by majority vote taken at the same meeting. Except as otherwise provided in the preceding 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 FCRCC which is held not less than seven days after written notice of the vacancy is given to the other members of the FCRCC. In the event that the vacancy is the Chairman the Vice Chairman shall act as Chairman until a new Chairman is elected. Elections shall be by majority vote. Also refer to Article III, Section 5, above.

ARTICLE VI – MEETINGS

SECTION 1. REGULAR MEETINGS:

Regular meetings of the FCRCC shall be held not less often than monthly and shall be open to all registered republicans and to the public as invited by members of the FCRCC.

- A. Location:** Such meetings shall be held at a location in Frederick County, which is convenient to all members and officers of the FCRCC.
- B. Notice:** The Chairman shall give at least seven days written notice of any regular or special meeting of the FCRCC Committee. The notice shall state the time, place and, insofar as practical, the agenda of the meeting. A copy of each such notice shall be sent to the Chairman of the Republican State Central Committee for the State of Maryland.

SECTION 2. SPECIAL MEETINGS:

Special meetings of the FCRCC may be called by the Chairman or shall be called upon a written petition to the Chairman by a majority of the members of the FCRCC.

- A. Location:** Such meetings shall be held at a location in Frederick County, which is convenient to all members and officers of the FCRCC. The FCRCC Chairman must give prior notice of each non-regularly-scheduled meeting to the Party Chairman.
- B. Notice:** may be called with the notification of all members and without the objection of two thirds of the respondent members provided a quorum responded. Notification may be by any means available.

SECTION 3. EXECUTIVE SESSION: (AKA a Closed Meeting)

Before or after any regular or special meeting the FCRCB Chairman may call the meeting into executive session. Executive sessions are not open to the public and are open only to those duly elected FCRCB Committee Members and officers. Others may be invited by the Chairman if the business of the special meeting holds some relevance to the invitee.

SECTION 4. SUBCOMMITTEE MEETINGS:

Meetings held among subcommittees for the purpose of conducting subcommittee work within the scope of said subcommittees. Meetings between Subcommittee Chairmen to be run by the committee requesting the meeting and may consist of all required members of that subcommittee as determined by each committee chairman.

- A. **Location:** Not regulated.
- B. **Notice:** Not regulated.

SECTION 5. PROXIES:

- A. **FCRCB meetings:** Proxies shall not be permitted at any meeting of the FCRCB except as described in Section 8 of this Article for Auxiliary Members.
- B. **State Party Convention:** Should a Committee Member of the FCRCB be unable to attend a Convention of The Republican Party of Maryland, that member of the FCRCB is encouraged (but is not required) to assign his/her proxy to one of the Auxiliary Members of the FCRCB so that the Auxiliary Member might attend, vote, and otherwise fully participate in the business of the Convention. Otherwise the Committee Member is encouraged to assign their proxy to a trusted associate; the stipulation for this proxy is they must qualify, with the same conditions as a Committee Member of the committee under Article III Section 2 of these bylaws.

SECTION 6. QUORUM:

Representation from a majority of the then serving members of the FCRCB shall constitute a quorum of the FCRCB at any meeting.

SECTION 7. RULES OF PROCEDURE:

When not inconsistent with the provisions of this instrument or any other rules of procedure adopted by the FCRCB, Robert's Rules of Order (most recent edition) shall govern all meetings of the FCRCB.

SECTION 8. VOTING:

- A. **Committee Members:** Only those members of the FCRCC designated as Committee Members, as specified in Article III shall have the right to vote at FCRCC meetings.
- B. **Auxiliary Committee Members:** Auxiliary Committee Members are not entitled to vote at meetings of the FCRCC. With the following exception: should one or more Committee Members be absent at a meeting of the Committee, and if a quorum is present, the remaining Committee Members may vote to grant temporary voting rights, for that meeting only, to one or more Auxiliary members, provided the total number of those voting at that meeting does not exceed the maximum number of members specified in Article III. If more Auxiliary members are present than available seats to fill, lots may be drawn to choose Auxiliary Member to fill temporary vacant position. Under no circumstances may Auxiliary Members vote to fill a Committee Member vacancy or censure or termination of any kind.
- C. **Others:** Officers and volunteers that are not Committee Members are not entitled to vote at meetings of the FCRCC.

SECTION 9. PARTISIPATION:

Committee Members and Auxiliary Members are expected to participate in meeting under these Bylaws as specified.

ARTICLE VII – STANDING SUBCOMMITTEES

SECTION 1. GENERAL:

There may be the following standing subcommittees: Appointments, Fundraising, Campaign, Precinct Organization, Public Relations, Voter Registration, Issues and Bylaws. At least one member of each standing subcommittee shall be a member of the FCRCC. The Chairmen of the standing subcommittees shall be appointed by the Chairman of the FCRCC with the approval of a majority vote of the FCRCC. The Chairmen of subcommittees serve at the pleasure of a majority of the FCRCC. Unless otherwise specified each subcommittee must develop its own plan and staffing requirements, budgets and provide this to the FCRCC for approval. Staffing reports must be kept and records provided to FCRCC Chairman and Secretary. Monthly reports must be provided to the assembly of the FCRCC on activities for the month at regularly scheduled meetings.

SECTION 2. DUTIES OF SUBCOMMITTEE CHAIRMEN:

In addition to the duties specified and directed by the FCRCC each subcommittee chairman shall be responsible for submitting an annual budget for their subcommittee to the Central Committee at the January meeting.

A. Audit Subcommittee:

The Audit Subcommittee shall be responsible for conducting the Annual Audit and delivering the Audit Subcommittee Report. The Annual Audit shall commence the end of each December (and year end audit) and the Audit Subcommittee Report shall be delivered at the February Regular Meeting of the FCRCC. The Audit Subcommittee shall consist of a total of three (3) Committee Members. The Treasurer shall deliver all of the FCRCC's financial records to the Audit Subcommittee for the Annual Audit. The Treasurer shall answer all questions the Audit Subcommittee may have with regard to the maintenance of such records or any entry appearing therein.

B. Candidate Development Subcommittee:

The Candidate Development Subcommittee shall be responsible for recruitment and development of qualified candidates for state, county, and federal offices that represent Frederick County and its constituents.

C. Voter Registration Subcommittee:

The Voter Registration Subcommittee shall be responsible for the coordination, planning, and execution of voter registration drives in Frederick County as well as organizing and conducting voter registrar training sessions for volunteers in conjunction with the Board of Elections.

D. Public Relations Subcommittee:

The Public Relations Subcommittee works with all forms of media relations, including public releases, mail, and electronic communications. All official public relation releases must be approved by the chairman of the FCRCC.

E. Issues and Bylaws Subcommittee:

FCRCC has to act according to its bylaws. The bylaws are a set of rules (based off the applicable laws in the State of Maryland, The Republican Party of Maryland Bylaws and Rules, the platform and resolutions as adopted at the most recent local, state and national conventions) that govern how the FCRCC is to be run.

The Issues and Bylaw Subcommittee is responsible for all issues and questions related to these rules. This subcommittee is responsible for making sure that all rules in the bylaws are being followed. This oversight usually comes in the form of an operational question which is raised in a meeting. A member of the subcommittee should be present to give guidance to the FCRCC to ensure that any new business is conducted according to the bylaws, and all votes that take place are done in accordance with the voting regulations that have been established.

1. Periodically, the Issues and Bylaw Subcommittee gets together to review the existing bylaws to ensure changes do not need to be made. Or,
2. FCRCC Members may wish to amend the bylaws in some way, a task that is assigned to the bylaws subcommittee.
 - a. A member shall make a proper motion to add, remove or change a bylaw. If approved by majority vote of the members;
3. The subcommittee should meet to discuss the proposed changes, make sure they do not go against the laws of the state or bylaws of the state party and then figure out how to incorporate them into the existing bylaw framework (which isn't always possible and may be rejected at the next meeting for further clarification, under normal motion declaration).
4. Once the bylaws have been changed, the subcommittee is then tasked with presenting them to the membership for a Bylaw amendment approval vote, following the rules set forth for such amendments.

F. Precinct Organization Subcommittee:

The Subcommittee develops a network of Precinct Coordinators throughout Frederick County to provide a strong base for party activities that require organization and reliable participation. The Subcommittee will develop a structure for coordination of effort for approval by majority vote of the FCRCC, each year the structure should be reevaluated for the available volunteers. Recruitment of Precinct Coordinators and volunteers are of prime importance. The Precinct Organization Subcommittee shall work with all other subcommittees to arrange manpower required for tasks at hand. Such activities include canvassing for candidates, voter registration, get out the vote efforts and participation in the Central Committee events. Training and support is provided to coordinators and their volunteers.

G. Fundraising Subcommittee:

The Fundraising Subcommittee is a standing subcommittee, which is primarily responsible for fundraising activities of FCRCC. Subcommittee should be comprised of at least three Committee Members one being named the chair, the subcommittee shall also include the FCRCC Treasurer.

H. Campaign Subcommittee:

Work with Candidates to relay their message using the resources of the FCRC.

SECTION 3. OTHER SUBCOMMITTEES:

In addition to the standing subcommittees, the Chairman with the approval of the majority of FCRC members may appoint such other subcommittees as may be necessary or practicable to carry out the purposes and intent of the FCRC. This is designed for subcommittees, permanent in nature, that have not been covered by the bylaws. The following parameters must be clearly defined; purpose or tasks governing said Subcommittee; must be clearly articulated; any authority provided and; the subcommittee must have a finite event defined for completion and termination of said subcommittee.

SECTION 4. AD HOC SUBCOMMITTEES:

In addition to the standing subcommittees, the Chairman of the FCRC shall have the power to appoint chairmen of such other subcommittees as may be necessary or desirable to carry out the purpose and objectives of the FCRC. The chairmen of such ad hoc subcommittees shall appoint the other members thereof with the advice and consent of the Chairman of the FCRC.

An AD HOC Subcommittee is formed for the specific purpose, case, or situation at hand and for no other and terminates upon the completion of said task or purpose. The following parameters must be clearly defined; purpose or tasks governing said Subcommittee; must be clearly articulated; any authority provided and; the subcommittee must have a finite event defined for completion and termination of said subcommittee.

ARTICLE VIII – MISCELLANEOUS

SECTION 1. NOTICES:

Any notice provided for in this Constitution and Bylaws shall be deemed to have been given when received by the person to whom directed, or, alternatively, when deposited in the mail, postage prepaid, to be delivered by regular first class mail, provided that any such mailed notice shall be addressed to a person at the most recent address provided to the FCRCC by such person.

- A. **Waiver:** Any required written notice (except the written notice provided for in Article IV, Section 1) may be waived provided that a written waiver of any such required notice is executed by not less than four-fifths of the members of the FCRCC.
- B. **Note:** Notice by electronic means (i.e. FAX, Email, phone text, IM) shall be considered written notice, provided receipt has been acknowledged by the receiver, to the sender.

SECTION 2. FILLING VACANCIES IN NOMINATIONS FOR PUBLIC OFFICE:

The FCRCC shall have such power as is conferred upon it by the laws of Maryland to fill vacancies in nominations for public office. Whenever, under the law of Maryland, the FCRCC is to act in filling such a vacancy, a meeting to fill the vacancy may be called by the Chairman (or, in the event that the office of Chairman is vacant, by the Vice Chairman serving as Chairman) upon seventy-two hours' notice. The process for recruiting applicants for a vacancy is outlined in the FCRCC formal document titled "Vacant Elected Official Replacement Procedure."

SECTION 3. ENDORSEMENTS IN PRIMARIES:

The FCRCC shall not endorse, nor shall it support financially or in any other manner, any Republican candidate, group of candidates, or "Ticket" over any other Republican candidate, group of candidates, or "Ticket" until after the primary election. The FCRCC may support financially or in any manner, any candidate or group of candidates, provided that such support is offered or made reasonably available to any other similar candidate or group of candidates regardless of whether such support is accepted and in any case, such support shall not be considered an endorsement of any candidate or group of candidates receiving such support.

SECTION 4. INDIVIDUAL SUPPORT, SPONSORSHIP, ENDORSEMENTS:

- A. **Non- Republican Candidate:** No member of the FCRCC shall sponsor or endorse any candidate of a political party other than the Republican Party in connection with any election or primary in which there is a Republican candidate. Failure of a member to comply with the foregoing standard shall subject such person to such sanctions as may be imposed by two-thirds of the FCRCC or The Republican Party of Maryland, which may include a vote of censure and/or a requirement of the resignation or termination of that member.
- B. **Primary Election:** No member in an official capacity shall support, sponsor or endorse any candidate for public office in a primary election when there is more than one Republican candidate.
 - (i) For purposes of this sub-section "support, sponsor or endorse" shall mean any public action or activity from which it can be reasonably determined and

understood that one candidate for office is preferred or favored over any other candidates for the same office in election.

- (ii) The terms specified shall not include financial support, provided that members are not listed as a individually-named sponsors, guests, or hosts of a contested primary fundraising event, nor allow their official title to be listed on a contested primary fundraising invitation.

C. Official Titles Use: The use and non-use of official titles in pre-Primary elections is a delicate issue, especially in contested Primary Elections. Use of the title in literature or campaign materials is not prohibited by a current or former FCRCC member in any campaign when they personally enter into a campaign for an elective office. However, use of titles by other individual FCRCC members in pre-Primary elections in any supportive fashion in campaign materials which signify or suggest a formal endorsement is prohibited.

SECTION 5: ENDORSEMENTS GENERALLY:

Subject to the provisions of Sections 3 and 4 of this Article, any endorsement, recommendation, approval or other favorable backing of any candidate, slate of candidates, political position or pending or proposed legislation, by The FCRCC shall only be made following a successful motion pursuant to the rules of procedure, and made at a duly constituted FCRCC meeting.

SECTION 6: PERSONAL CONFLICT OF INTEREST:

- A. Run for Public Office:** Any FCRCC member who intends to run against another Republican (other than for Central Committee) should, upon filing, resign from his or her position on the FCRCC since such a candidacy creates a conflict of interest between the member's personal interests and the interests of the FCRCC and/or Party.
- B. Personal Views:** As a matter of general principle, members are discouraged from publicly expressing personal views which are critical of incumbent Republican officials or Republican candidates (other than candidates for the Central Committee itself); neither shall members endorse, or appear to endorse, any Non-Republican candidate who is opposed by a Republican candidate as outlined in Maryland Party By-laws. Members who publicly express criticism of, or opposition to, other Republican candidates or incumbents without substantive and factual grounds may be reprimanded by the FCRCC as a whole.

SECTION 7: INTERACTION WITH COUNTY CLUBS:

The FCRCC shall have the authority to recognize and charter Republican clubs that meet within the legal and geographical boundaries of Frederick County. Any club that was approved and chartered by the FCRCC prior to the adoption of this article shall automatically be known as a Chartered Club and shall be listed in the Official Schedule of Republican Clubs; notwithstanding the fact that the FCRCC may hereafter revoke the approval and charter of any such club. Any club seeking to become a Chartered Club must make application to the FCRCC as a new club under the provisions of this section. All Charter Club members shall adhere to this section of the FCRCC Bylaws.

A. Application:

A club seeking to become a Chartered Club must file a petition which includes the following: a copy of the Constitution and Bylaws of the Petitioning Club; the names, addresses, phone numbers, and email addresses of the officers of the Petitioning Club; and a copy of the membership list of the Petitioning Club. The officers of the Petitioning Club must be registered Republicans in Frederick County.

B. Approval of Petition:

A Petitioning Club shall be approved by a two-thirds (2/3) vote of the FCRCC members present at a duly-called meeting and, upon receiving such approval, shall immediately become a Chartered Club.

C. Revocation of Status:

The FCRCC shall have the authority to revoke the status of a Chartered Club upon two-thirds (2/3) vote of the FCRCC members present at a duly-called meeting and, upon such vote, such a club shall immediately cease to be a Chartered Club.

D. Constitution and Bylaws:

As a charter organization is linked with a parent organization, a clause in the charter organization must be included that holds the organization to adherence to the Constitution and Bylaws of the FCRCC, that of the State Party and the Laws of Maryland. A copy must be kept on record with the Secretary of the FCRCC. All Constitution and Bylaws must be refiled with FCRCC within 30days upon changes.

E. FCRCC Committee Meeting Attendance:

Each Charter organization under the jurisdiction of this organization should send a representative to the Regular FCRCC meeting to provide report on activities, both old and new business activities, of the organization. Recommend that President or Chairman of the organization make the report to the FCRCC. Reports shall be heard with Subcommittee reports during the normal course of the meeting.

SECTION 8. REPUBLICAN OF THE YEAR AWARDS:

The “Republican of the Year Award” is bestowed by the FCRCC to an individual who brought exceptional credit to himself/herself in the course of the year previous to the award.

The award recognizes extraordinary commitment and achievement in causes linked to Republican principles, objectives, or political outcomes, or a combination of the same based on quantifiable deeds, actions, or achievements that substantially aid the Republican Party or Republican voters. This can be for a singular achievement or a series of achievements by the nominee. The selectee must have distinguished himself/herself in such a manner that accentuates initiative, achievement or demonstrated leadership or a combination of these attributes. All of these should reflect credit on the volunteer and ultimately the FCRCC and the Maryland Republican Party.

- A. Consider for Recognition:** Approximately 60 days prior to the annual Lincoln-Reagan Dinner the FCRCC Chairman will solicit written nominations from each FCRCC member for individuals they consider worthy of recognition and nomination. The Chairman will also solicit a written nomination from each chartered FCRCC club and/or any club/ nonprofit organization, in Frederick County, devoted to the election of Republicans for

any club member respective club officers consider deserving of the special recognition outlined above. This Award can be provided to two individuals male and female awards providing the majority approves.

- B. **Selection Process:** Selection should be based on the review of each written submission comprised of eight to ten typewritten lines of justification and must ultimately be approved by a final vote by two-thirds of the FCRCC.
- C. **Recognition:** The selectee will be recognized as a special guest at the annual Lincoln-Reagan Dinner and be presented with a special plaque. A press released will also be generated and issued to local media.

SECTION 9. CENSURE:

Unless otherwise provided for herein, any violation of the FCRCC Constitution and Bylaws may result in a motion to censure. Any Committee Member may make this motion at any meeting of the FCRCC in which a quorum is present. Debate on the motion to censure and the vote to censure shall take place in a closed session meeting of the FCRCC no less than seven (7) days after the motion to censure was made. The person who is the subject of the motion to censure shall be notified in writing within 72 hours of the motion to censure and the date of the closed session meeting. Committee Members will have the opportunity to present arguments for and against censure before the vote. A two-thirds (2/3) majority of votes cast within a quorum is required for a member to be censured.

SECTION 10. OTHER REMOVALS:

If a member is subject to removal under Article III, Section 5.E. (Code of Conduct), upon the request of at least two Committee Members, the Chairman shall place the removal of the member on the agenda for a meeting of the FCRCC. This shall be done by making and seconding a motion at an FCRCC meeting, or by two or more members submitted a written request to the Chairman. The Chairman shall provide all members of the FCRCC at least seven (7) calendar days advance written notification of the intent to remove the accused before the FCRCC may vote on the removal. The removal shall be adjudicated at the next meeting of the FCRCC after the one week notice period has expired; however, the accused may waive, in writing, the right to the one week notice period. At the discretion of the Chairman, the vote to remove may take place at a regularly scheduled FCRCC meeting or a special meeting. Debate on removal and the vote to remove shall take place in a closed session of the FCRCC. Committee Members will have the opportunity to present arguments for and against removal before the vote. The vote shall take place by secret ballot. A two-thirds (2/3) majority of the votes cast is required for removal, which shall take effect immediately. If removed from office, the member must surrender all property owned by the FCRCC in his/her possession. If a member is removed, the Chairman must notify the removed member in writing within 48 hours of the vote, but failure to so notify such removed member shall not invalidate the vote to remove. If the Chairman is the subject of the motion to remove, then the Vice Chairman will oversee the proceedings and has the rights and responsibilities given the Chairman under this Section.

ARTICLE IX – Reserved

ARTICLE X – AMENDMENTS TO CONSTITUTION AND BYLAWS

This Constitution and Bylaws when adopted by an affirmative vote of two-thirds of the members present at a duly called meeting of the FCRC 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 days prior to the meeting. This Constitution and Bylaws may be amended at any meeting by the affirmative vote of two-thirds of the members, at a duly called meeting and provided further that notice of the proposed amendment was sent to each member of the FCRC at least seven days prior to the meeting. The Chairman shall file with the State Board of Elections and with the Executive Director of The Republican Party of Maryland a copy of this Constitution and Bylaws within thirty days after its adoption and shall also file in the same locations a copy of any amendment to this Constitution and Bylaws within thirty days after adoption.

To the extent this Constitution and Bylaws may conflict with The Republican Party of Maryland Constitution and Bylaws, The State Republican Party of Maryland Constitution and Bylaws shall govern.

NOTES

1. The Constitution and Bylaws were adopted on Adopted March 1, 2001.
2. They were amended on February 6, 2002 by the addition of Article VIII Section 3A and in 2011 by adding several new paragraphs and revising others.
3. These particular by-laws were substantially revised, to include the addition of new passages or paragraphs; they were approved December 1, 2011.
4. Entire document reorganized, formatting touched up, making every font, indent and format identical throughout the document.

The term “Committee” changed to “FCRC” due to inconsistencies and the use of the word committee as a regular reference to a committee, changes Committee to Subcommittee when used to refer to a committee of the FCRC and official name of the State Party, corrected throughout the document.

Remove comments related to committee positions based on legislative districts as this was Not Applicable to FCRC.

Added State Law designated date § 4-202(f)(2) for the tenure in office. Also added Candidate is ineligible for FCRC if ceases to reside in Frederick County (also part of state law).

Integrated Membership positions of Auxiliary Members into complete document and identified tasks for previously undefined Subcommittees.

Incorporated approved change from the July 2013 meeting regarding support. This document adopted March 6th 2014.

5. Article III Section 5E, Article VIII Section 9, and Article VIII Section 10 adopted November 28, 2016.