

**CONSTITUTION AND BY-
LAWS OF
THE REPUBLICAN CENTRAL
COMMITTEE FOR
MONTGOMERY COUNTY, MARYLAND**

**ADOPTED MAY 25, 2010,
as amended November 28, 2011
& March 24, 2015 & April 12, 2022**

At a duly called meeting on Tuesday, May 25, 2010, the Montgomery County Republican Central Committee adopted the Constitution and By-Laws of the Republican Central Committee for Montgomery County, Maryland, as revised and amended. The revised and amended by-laws shall be effective on November 3, 2010.

Montgomery County Republican Party
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The Montgomery County Central Committee expresses its appreciation to the Committee on Revision of the Constitution and By-Laws of the Republican Central Committee for Montgomery County, Maryland.

CONSTITUTION AND BY-LAWS
OF
THE REPUBLICAN CENTRAL COMMITTEE
FOR
MONTGOMERY COUNTY, MARYLAND

(Adopted May 25, 2010)

ARTICLE I -- NAME

The name of this organization is "The Republican Central Committee for Montgomery County, Maryland" (hereinafter referred to as "the MCRCC").

ARTICLE II -- NATURE

The MCRCC is the county central committee for the Republican Party in Montgomery County under Article 33, § 4-202 of the Maryland Code. As such, it is the governing body of, and official spokesman for, the Republican Party in Montgomery County.

ARTICLE III -- PURPOSE

The purpose of the MCRCC is to lead and support the Republican Party in Montgomery County: (1) by promoting the principles and objectives of the Republican Party as set forth in the platform adopted at its most recent national convention; and (2) by establishing and operating an effective political organization in Montgomery County. The principal objective of the political organization is to secure the election of qualified Republican candidates by recruiting such candidates, working for such candidates, engaging in fund-raising, assisting and coordinating Republican activities in Montgomery County, and engaging in such other activities as are necessary to accomplish the objective of electing qualified Republican candidates.

ARTICLE IV -- POWERS AND DUTIES

The MCRCC has such powers and duties as are assigned to it by law and by the Constitution and By-Laws of the Republican Party of Maryland. It shall cooperate with the Republican National Committee and with the Republican Party of Maryland, and shall seek to work in harmony with all other organizations and committees formed for the purpose of promoting the Republican Party in Montgomery County.

ARTICLE V -- MEMBERSHIP

SECTION 1. COMPOSITION. The composition of the MCRCC shall conform to applicable Maryland laws.

Section 2. MEMBERSHIP. For every resident member of the Maryland House of Delegates from Montgomery County, there shall be two members Central Committee members.

SECTION 3. QUALIFICATIONS. Each member of the MCRCC shall be a resident of, and registered voter in, Montgomery County, and he shall have declared his party affiliation to be "Republican" when registering to vote in partisan elections under Maryland law and under the law of any relevant local jurisdiction. He shall maintain these qualifications throughout his term on the MCRCC.

SECTION 4. ELECTION. On the regular primary day in years when a gubernatorial election is held in Maryland, the qualified Republican voters of Montgomery County shall elect the members of the MCRCC. The MCRCC members shall be elected as follows: (a) five members shall be elected from each of the Legislative Districts that lie wholly within Montgomery County; (b) **for each Legislative District which is partially within Montgomery County, the number of members elected shall be equal to the Montgomery County population of the District, divided by the average population of a Legislative District in Maryland, rounded; provided that there will be at least one member elected from each partial District; and (c) the remainder shall be elected at large.**

SECTION 5. DUTIES. It is the responsibility of each member to aid the MCRCC in fulfilling its purpose and objectives **by participating in at least one party building job or committee.** In particular, each member is responsible for aiding the Organization Committee (discussed in Article X) with the Republican precinct organization in the Legislative District in which the member resides.

SECTION 6. RESIGNATIONS. Any member of the MCRCC may resign for any reason at any time. However, a resignation shall be of no effect and, therefore, no vacancy shall exist unless notice of the resignation has been tendered to the Chairman of the MCRCC in writing. If such notice provides no effective date for the resignation, the resignation shall be effective upon receipt of the notice by the Chairman.

SECTION 7. REMOVALS.

A. REMOVAL BY THE MCRCC. A member of the MCRCC who: (1) fails to maintain the qualifications set forth in section 2 of this Article; (2) fails to attend or participate by proxy three consecutive regularly-scheduled meetings of the MCRCC or state conventions occurring over a period in excess of 60 days; (3) fails to attend or participate through proxy at least two-thirds of the regularly-scheduled meetings of the MCRCC or state conventions occurring over any 12-month period; (4) fails to appear in person or by proxy at two consecutive state conventions; (5) for Executive Committee members, fails to attend three consecutive regularly scheduled Executive Committee meetings over a period in excess of 60 days; (6) publicly endorses and/or campaigns for a non-Republican candidate in any race in which a Republican appears on the ballot, may be removed by a vote of two-thirds of the members of the Executive Committee members present and voting at a regularly-scheduled meeting. If a member meets one or more of the conditions set forth in the preceding sentence, the Chairman of the MCRCC shall notify him that a vote on removing him from the MCRCC will be taken at the next regularly-scheduled meeting of the MCRCC. Such notice shall be given to the member at least 10 days prior to the meeting at which the vote is to be taken; **7) displays toward another member of the MCRCC abusive or physically intimidating behavior that has the purpose or effect of producing emotional distress, including making threats of violence or the use of force; or (8) makes unsubstantiated allegations of misfeasance or malfeasance against another member of the MCRCC for which no reasonable basis exists.**

B. REMOVAL BY THE STATE EXECUTIVE COMMITTEE. A member of the MCRCC who fails to appear in person or by proxy at three consecutive state conventions may be removed from the MCRCC by a vote of two-thirds of the members of the Executive Committee of the Maryland Republican State Central Committee present and voting at its next regularly-scheduled meeting.

SECTION 8. VACANCIES. A vacancy shall exist upon resignation, removal, or death of a member. The vacancy may be filled by a majority vote of the members of the MCRCC present and voting at a regularly-scheduled meeting. The person filling the vacancy must meet the qualifications set forth in section 2 of this Article. Notice of an existing vacancy on the MCRCC shall be: (1) given to each member of the MCRCC; (2) given to pertinent precinct chairmen (as determined by the Chairman of the MCRCC); (3) given to the presidents of the major Republican clubs of Montgomery County (as determined by the Chairman of the MCRCC); and (4) published on the Web Site of the MCRCC, at least 20 days before the meeting at which the vacancy is to be filled.

ARTICLE VI -- MEETINGS AND PROCEDURES

Section 1. ORGANIZATIONAL MEETING. Within 10 days after the gubernatorial general election, the newly-elected member receiving the highest number of votes or, in the

event no election is held by reason of an insufficient number of persons filing as candidates, the member whose name comes first in alphabetical order, shall, upon at least 10-days notice, call a meeting of the MCRCC (consisting of the newly-elected members) for the purpose of electing officers and conducting such other business as may properly be brought before the meeting under this instrument.

SECTION 2. ANNUAL MEETING. In the years following the Organizational Meeting, an annual meeting of the MCRCC shall be held at a time and place designated by the Chairman within the county between the fourth Tuesday in November of each calendar year and the end of following January.

SECTION 3. SPECIAL MEETINGS. Special meetings of the MCRCC may be called by the Chairman of the MCRCC and shall be called by the Chairman upon the written petition of a majority of the members of the MCRCC. A petition shall state: (1) the purpose of the meeting, and (2) all of the matters which can be considered at such meeting. Only those matters so stated shall be considered. It shall be the duty of the Chairman, or in the event of his failure or inability to act, of the Secretary, to issue a notice for the special meeting within five days of receipt of a petition. The meeting shall be scheduled no later than 20 days from the issuance of the notice, unless a later date for the meeting has been specified in the petition, in which case the meeting shall be scheduled for that later date.

SECTION 4. MEETING NOTICE. No meeting of the MCRCC, whether regular or special, shall be held unless at least ten -days notice is given to each member of the MCRCC.

SECTION 5. QUORUM. A majority of the members of the MCRCC shall constitute a quorum for the transaction of business at any duly-called meeting of the MCRCC. No business shall be conducted unless a quorum is present.

SECTION 6. RULES OF PROCEDURE AND OPERATIONS.

A. STANDING RULES. The Secretary shall maintain a list of the Standing Rules of the MCRCC, as described in Roberts Rules of Order (Newly Revised). Standing rules may be adopted or abolished by a majority vote of the members of the MCRCC present and voting at a regularly-scheduled meeting. Any rule that a member intends to be added to the Standing Rules must be described as such before a vote is taken on the rule.

B. ROBERTS RULES OF ORDER. When not inconsistent with the provisions of this instrument or any rules of procedure adopted by the MCRCC, Roberts Rules of Order (Newly Revised) shall govern all meetings of the MCRCC and the Executive Committee (discussed in Article VIII).

C. PROXY. MCRCC members may participate by a proxy voted by any other MCRCC member.

SECTION 7. GENERAL COUNSEL. The General Counsel shall be appointed by the Chairman of the MCRCC with the advice and consent of the MCRCC (by a majority vote of the members present and voting). He shall serve as legal adviser and parliamentarian to the MCRCC and shall perform such other duties as are incident to this office. The General Counsel need not be a member of the MCRCC.

SECTION 8. REAL ESTATE OWNED. Any real estate owned by the MCRCC shall not be sold or used as collateral for any loan (other than the initial purchase mortgage(s)), except with the consent of two-thirds of the members of the Executive Committee. Notice of a proposal to sell or use as collateral any real estate owned by the MCRCC must be given to each member of the Executive Committee at least 10 days prior to the meeting at which such proposal is to be considered.

ARTICLE VII -- OFFICERS

SECTION 1. IN GENERAL. The officers of the MCRCC are the Chairman, First Vice Chairman, Second Vice Chairman, Secretary, and Treasurer. All officers, except the Treasurer, must be members of the MCRCC. The Treasurer must be an enrolled Republican in Montgomery County. All shall be elected by majority vote of the members of the MCRCC present and voting. Elections shall take place at the annual meeting and the term of office shall be for one year, beginning with that annual meeting. Officers may stand for re-election.

SECTION 2. CHAIRMAN. The Chairman shall be the Chief Executive Officer of the MCRCC. He shall preside at all meetings of the MCRCC; shall prepare the agendas for such meetings; shall exercise general supervision over the affairs, activities, and employees of the MCRCC; shall hire all permanent employees of the MCRCC with the advice and consent of the MCRCC (by a majority vote of the members present and voting); shall make all appointments that the MCRCC is authorized to make unless by law otherwise provided; shall be the official spokesman for the MCRCC; shall be an ex officio member of all committees of the MCRCC; and shall perform such other duties as are required by law or as usually pertain to the office of Chairman. The Chairman shall also be responsible for preparing the budget, with the advice of the Treasurer, prior to the January regular meeting of the MCRCC. The proposed budget shall be submitted to each member of the MCRCC for approval at the January regular meeting of the MCRCC.

SECTION 3. FIRST VICE CHAIRMAN. The First Vice Chairman shall perform the duties of the Chairman in his absence and shall perform such other duties as are required by law or prescribed by the Chairman and incident to this office. In the event a vacancy occurs in the office of Chairman, the First Vice Chairman shall exercise all of the powers and perform all of the duties of the Chairman until such vacancy is filled by the MCRCC.

SECTION 4. SECOND VICE CHAIRMAN. The Second Vice Chairman shall perform such duties as are incident to this office, giving particular attention to the Republican clubs and organizations of Montgomery County, and shall report to the MCRCC on activities of such clubs and organizations. He shall perform the duties of the Chairman in the absence of the Chairman and the First Vice Chairman.

SECTION 5. SECRETARY. The Secretary shall keep complete and accurate minutes of all meetings of the MCRCC, shall be responsible for official notices and reports as required by law or this instrument, and shall perform such other duties as the Chairman of the MCRCC shall prescribe.

SECTION 6. TREASURER. The Treasurer shall be responsible for the receipt and disbursement of all monies by and for the MCRCC, shall maintain the accounts for the MCRCC, and shall maintain complete and accurate records of all receipts and disbursements and render

such reports as are required by law or by the Chairman of the MCRCC. The Treasurer shall only make disbursements pursuant to the direction of the Chairman, and disbursements are not subject to the approval of the Treasurer. The Treasurer shall also submit a written report of the activities of his office to the Chairman prior to the annual meeting in November, and shall render periodic reports of receipts and disbursements as required by the Chairman. He may be bonded in an amount to be determined by the MCRCC, the cost of said bond being paid by the MCRCC.

SECTION 7. RESIGNATIONS. Any officer of the MCRCC may resign for any reason at any time. However, a resignation shall be of no effect and, therefore, no vacancy shall exist unless notice of the resignation has been tendered to the Chairman of the MCRCC in writing. If such notice provides no effective date for the resignation, the resignation shall be effective upon receipt of the notice by the Chairman.

SECTION 8. REMOVALS. An officer of the MCRCC may be removed from office by a vote of two-thirds of the members of the MCRCC present and voting at a regularly-scheduled meeting. Notice of intent to hold a vote to remove an officer shall be given to each member of the MCRCC at least 10 days prior to the meeting at which the vote is to be taken.

SECTION 9. VACANCIES. Any vacancy occurring in an office may be filled by a majority vote of the members of the MCRCC present and voting at a regularly-scheduled meeting, provided 10-days notice has been given to each member of the MCRCC.

ARTICLE VIII -- EXECUTIVE COMMITTEE

SECTION 1. MEMBERS. There shall be an Executive Committee which shall consist of:

- a) The Chairman, First Vice Chairman, Second Vice Chairman, Secretary, and Treasurer, and
- b) The top two vote getters from each Legislative District that lies wholly within Montgomery County, the top vote getter elected from the Montgomery County part of each Legislative District which is partially within Montgomery County; and the top three vote getters elected at-large. They shall serve unless at an Annual Meeting, (but not the initial Organizational Meeting), an absolute majority of three-fifths of the Central Committee members from an individual Legislative District or from among the At-Large Members elect in writing to designate alternative Central Committee member(s) to represent them on the Executive Committee. The designation shall remain effective until reversed using the same procedure at a subsequent Annual Meeting.

Section 2. ELIGIBILITY. Executive Committee members representing Legislative Districts must be members of the MCRCC and live within their Legislative District.

SECTION 3. POWERS. The Executive Committee shall have all the powers of the MCRCC between meetings thereof, and may make decisions consistent with this instrument. The Executive Committee may act on behalf of MCRCC to make nominations, designations and recommendations for appointment, consistent with applicable Maryland law.

SECTION 4. QUORUM. A majority of the members of the Executive Committee shall

constitute a quorum for the transaction of business at any duly-called meeting of the Executive Committee. No business shall be conducted unless a quorum is present.

SECTION 5. CHAIRMAN. The Chairman of the MCRCC shall be the Chairman of the Executive Committee.

SECTION 6. MEETINGS. The Executive Committee shall meet at the call of the Chairman.

SECTION 7. RESIGNATIONS. Any member of Executive Committee may resign for any reason at any time. If qualified, the member may remain a member of the MCRCC. However, a resignation shall be of no effect and, therefore, no vacancy shall exist unless notice of the resignation has been tendered to the Chairman of the MCRCC in writing. If such notice provides no effective date for the resignation, the resignation shall be effective upon receipt of the notice by the Chairman.

SECTION 8. REMOVALS. A member of the Executive Committee may be removed from office by a vote of two-thirds of the members of the Executive Committee present and voting at a regularly-scheduled meeting. Notice of intent to hold a vote to remove an officer shall be given to each member of the MCRCC at least 10 days prior to the meeting at which the vote is to be taken. Grounds for removal may include failure to attend in person three consecutive regularly-scheduled meetings of the Executive Committee over a period in excess of 60 days; failure to attend in person at least two-thirds of the regularly-scheduled meetings of the MCRCC and/or Executive Committee over any 12-month period; or failure to attend or participate by proxy two consecutive state conventions.

SECTION 9. VACANCIES. Unless at an Annual Meeting an absolute majority of Central Committee members from an individual Legislative District or from among the At-Large Members elect in writing to designate alternative Central Committee member to serve on the Executive Committee, an Executive Committee vacancy may be filled by a majority vote of the members of the Executive Committee present and voting at a regularly-scheduled Executive Committee meeting, provided 10-days notice has been given to each member of the MCRCC.

ARTICLE IX -- EXECUTIVE BOARD

SECTION 1. MEMBERS. An Executive Board may consist of not less than five nor more than nine members all of whom shall be members of the MCRCC. The five officers of the MCRCC, as described in Article VII, shall automatically be members of the Executive Board. The Chairman of the MCRCC may appoint additional members of the Executive Board from the membership of the MCRCC with the advice and consent of the MCRCC Executive Committee (by a majority vote of those present and voting) Any member appointed to the Executive Board by the Chairman may also be removed from the Executive Board by the Chairman. Notice of intent to remove shall be given to the member at least 10 days prior to the effective date of the removal (as determined by the Chairman).

SECTION 2. POWERS. The Executive Board shall have all the powers of the MCRCC and the Executive Committee between meetings thereof, and may make decisions consistent with this instrument.

SECTION 3. QUORUM. A majority of the members of the Executive Board shall constitute a quorum for the transaction of business at any duly-called meeting of the Executive Committee. No business shall be conducted unless a quorum is present.

SECTION 4. CHAIRMAN. The Chairman of the MCRCC shall be the Chairman of the Executive Board.

SECTION 5. MEETINGS. The Executive Board shall meet at the call of the Chairman.

ARTICLE X -- STANDING COMMITTEES AND AD HOC COMMITTEES

SECTION 1. IN GENERAL. There shall be the following two standing committees: the Finance Committee and the Organization Committee. The Chairman of the MCRCC shall appoint the chairmen of the standing committees with the advice and consent of the MCRCC (by a majority vote of those present and voting). The chairmen of the standing committees shall appoint the members thereof with the advice and consent of the Chairman of the MCRCC. Any subcommittee under a standing committee shall have a chairman appointed, where necessary, by the committee chairman with the advice and consent of the Chairman of the MCRCC. Each committee shall submit a written annual report in November to the Chairman of the MCRCC. Chairmen of the standing committees shall be appointed for a term to coincide with the annual election of the Chairman of the MCRCC and may be reappointed for consecutive terms.

SECTION 2. FINANCE COMMITTEE. The Finance Committee shall be responsible for all fund-raising activities of the MCRCC and shall keep a detailed record of receipts and disbursements pursuant to such activity. All expenditures and commitments for expenditures shall require prior approval by the Chairman of the MCRCC.

SECTION 3. ORGANIZATION COMMITTEE. The Organization Committee shall be responsible for voter registration and precinct organization.

A. VOTER REGISTRATION. The Organization Committee chairman may appoint a Voter Registration Subcommittee which shall be responsible for the development and maintenance of current records of the political registration of Montgomery County residents and for the implementation and maintenance of effective programs to increase the number of registrants in the Republican Party.

B. PRECINCT ORGANIZATION. The Organization Committee chairman may appoint a Precinct Organization Subcommittee which shall be responsible for seeing that the Montgomery County Republican precinct organization is properly staffed with qualified Regional, Deputy Regional, Precinct, and Deputy Precinct Chairmen, and for keeping the MCRCC advised thereof. All procedures of the precinct organization shall be addressed in a precinct organization manual.

SECTION 4. AD HOC COMMITTEES. In addition to the standing committees, the Chairman of the MCRCC shall have the power to appoint chairmen of such other committees as may be necessary or desirable to carry out the purpose and objectives of the MCRCC. The

chairmen of such ad hoc committees shall appoint the other members thereof with the advice and consent of the Chairman of the MCRCC.

SECTION 5. MEMBERSHIP. Members of the standing committees and of any ad hoc committees, including the chairmen thereof, need not be members of the MCRCC.

SECTION 6. REMOVAL. A member of a standing committee or an ad hoc committee may be removed from the committee by the chairman thereof with the advice and consent of the Chairman of the MCRCC. A chairman of a committee may be removed from the committee or from the office of chairman by the Chairman of the MCRCC. Notice of intent to remove a chairman shall be given to the chairman at least 10 days prior to the effective date of the removal (as determined by the Chairman of the MCRCC).

ARTICLE X -- REVERSALS

Subject to applicable law, an action of: (1) an officer of the MCRCC; (2) the Executive Board, Executive Committee, a standing committee, or an ad hoc committee; (3) an officer of the Executive Committee, a standing committee, or an ad hoc committee; or (4) the General Counsel, may be reversed or modified at a regularly-scheduled meeting of the MCRCC or the Executive Committee by a majority vote of the members present and voting.

ARTICLE XI -- NOTICES

Except as the context otherwise requires, all notices required under this instrument shall be in writing and shall be delivered in person or sent to an address that is reasonably believed by the sender to be current for the addressee thereof. For this purpose, an "address" is an e-mail address, a facsimile phone number, or a mailing address. If notice is sent to a mailing address, it must be sent by regular first-class mail.

ARTICLE XII -- AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

This Constitution and By-Laws may be amended at a meeting of the MCRCC by a vote of two-thirds of the members of the MCRCC. Notice of the proposed amendments must be given to each member of the MCRCC at least 10 days prior to the meeting at which the amendments are to be considered.

Amended November 29, 2011: Article V- Membership, Section 5 Duties changed to read: "It is the responsibility of each member to aid the MCRCC in fulfilling its purpose and objectives **by participating in at least one party building job or committee.**" (new language in bold).

Amended March 24, 2015: "ARTICLE V – MEMBERSHIP, SECTION 7. REMOVALS," added additional language (indicated in bold):

A. REMOVAL BY THE MCRCC. A member of the MCRCC who: (1) fails to maintain the qualifications set forth in section 2 of this Article; (2) fails to attend or participate by proxy three consecutive regularly-scheduled meetings of the MCRCC or state conventions occurring over a

period in excess of 60 days; (3) fails to attend or participate through proxy at least two-thirds of the regularly-scheduled meetings of the MCRCC or state conventions occurring over any 12-month period; (4) fails to appear in person or by proxy at two consecutive state conventions; (5) for Executive Committee members, fails to attend three consecutive regularly scheduled Executive Committee meetings over a period in excess of 60 days; (6) publicly endorses and/or campaigns for a non-Republican candidate in any race in which a Republican appears on the ballot, may be removed by a vote of two-thirds of the members of the Executive Committee members present and voting at a regularly-scheduled meeting. If a member meets one or more of the conditions set forth in the preceding sentence, the Chairman of the MCRCC shall notify him that a vote on removing him from the MCRCC will be taken at the next regularly-scheduled meeting of the MCRCC. Such notice shall be given to the member at least 10 days prior to the meeting at which the vote is to be taken; **7) displays toward another member of the MCRCC abusive or physically intimidating behavior that has the purpose or effect of producing emotional distress, including making threats of violence or the use of force; or (8) makes unsubstantiated allegations of misfeasance or malfeasance against another member of the MCRCC for which no reasonable basis exists.**

Amended April 12, 2022: Article V- Membership, Section 4 ELECTION: Added new language in bold: “(b) for each Legislative District which is partially within Montgomery County, the number of members elected shall be equal to the Montgomery County population of the District, divided by the average population of a Legislative District in Maryland, rounded; provided that there will be at least one member elected from each partial District; and (c) the remainder shall be elected at large.”

Removed: “three members shall be elected from the Montgomery County part of each Legislative District which is partially within Montgomery County; and (c) the remainder shall be elected at large. [At the time of the adoption of these by-laws there are 24 resident delegates from 8 legislative districts to the Maryland General Assembly from Montgomery County. Therefore pursuant to this instrument in the 2010 primary election a total 40 Central Committee members will be elected from the 8 districts and an additional 8 members will be elected at large.]”