BY-LAWS OF THE REPUBLICAN CENTRAL COMMITTEE FOR PRINCE GEORGE'S COUNTY

(As amended August 6, 2018)

ARTICLE I – Name

The name of this organization shall be the Republican Central Committee for Prince George's County to which these bylaws shall apply.

ARTICLE II – Mission and Guiding Principles

Section 1. The Republican Central Committee for Prince George's County, is the governing body of the Republican Party in Prince George's County, hereinafter referred to as the Central Committee.

Section 2. The mission of the Central Committee is to elect Republicans to political office for the purpose of securing honest and responsible government, limited in its scope of authority, efficient in its operations and accountable to its citizens.

Section 3. In pursuit of this, the Central Committee will strive to communicate our principles and political solutions to the local community; recruit, train and support Republican candidates for political office in Prince George's County; increase the number of registered Republican voters in our county; turn out the vote for Republican candidates during elections; raise sufficient funds to support our mission; consider and adopt appropriate platforms and statements of particular interest to the party; and make recommendations in the name of the party when public law or practice allows.

Section 4. As we work to accomplish our mission we will be guided by our beliefs:

- in the worth and dignity of every person;
- that all are entitled to equal rights, justice and opportunity regardless of race, creed, sex, age or disability;
- that free enterprise and individual initiative are the cornerstone of economic growth, opportunity and prosperity;
- that honest and responsible government must be limited in its scope of authority, efficient in its operations, transparent in its dealings and accountable to its citizens:

- that the proper role of government is to provide for the people only those critical functions that cannot be performed by individuals or private organizations, leaving them free to create, achieve and succeed on their own initiative;
- that government must practice fiscal responsibility allowing individuals to keep more of the money that they earn;
- and that government must work alongside of the residents of our community in order to provide excellent schools, safe communities, and economic opportunities.

ARTICLE III – Vacancies & Removals

Section 1. Upon death, resignation, or for other legal cause the chairman shall declare a vacancy at the next regular meeting of the Central Committee.

Section 2. Resignations should be submitted in writing to the Central Committee.

Section 3. A vacancy on the Central Committee must be filled by a registered Republican from the same legislative district as the vacating member. Anyone meeting the above requirements may submit his name for nomination for the vacant seat. All voting to fill vacant seats must be done in executive session within 90 days of the announced vacancy (see Section 1). One candidate must receive a majority of the votes of those present at the executive session to win the seat. In the event that no candidate receives a majority vote of any ballot, the low vote getter on that ballot will be dropped and voting will proceed until one candidate has won a majority. If 90 days after the vacancy has been announced, it has not been filled, the vacancy may be filled with an otherwise qualified registered Republican who lives in the county but does not live in the same legislative district as the vacating member.

Section 4. A member who fails to appear at three consecutive regularly scheduled meetings occurring over a period in excess of 60 days may be removed by a two-thirds vote of the committee members present and voting at the next regularly scheduled meeting. Prior notice to the members shall be given of the possibility of such action and notification of removal shall be given within three days of its taking place. A member who fails to appear in person or by proxy at three consecutive state conventions may be removed in the same manner.

Section 5. A member of the RCCPGC who:

- 1. fails to maintain the qualifications set forth by Maryland State Law for service on the RCCPGC;
- 2. fails to attend or participate by proxy in three consecutive regularly-scheduled meetings of the RCCPGC occurring over a period in excess of 60 days;
- 3. fails to attend or participate through proxy in at least two-thirds of the regularly-scheduled meetings of the RCCPGC occurring over any 12-month period;
- 4. fails to appear in person or by proxy at two consecutive Maryland State Republican Central Committee conventions;
- 5. publicly endorses and/or campaigns for a non-Republican candidate in any race in which a Republican appears for that race on the ballot;

- 6. displays toward another member of the Maryland State Republican Central Committee 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
- 7. makes unsubstantiated allegations of misfeasance or malfeasance against another member of the Maryland State Republican Central Committee for which no reasonable basis exists;

may be removed by a vote of two-thirds of the members of the RCCPGC 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 RCCPGC may initiate such removal by notifying that member that a vote on removing the member from the RCCPGC will be taken at the next regularly scheduled meeting of the RCCPGC. Such notice shall be given to the member and all other members of the committee at least 10 days prior to the meeting at which the vote is to be taken.

B. REMOVAL BY THE STATE EXECUTIVE COMMITTEE. A member of the RCCPGC who fails to appear in person or by proxy at three consecutive Maryland State Republican Central Committee conventions may be removed from the RCCPGC 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.

ARTICLE IV – Officers and Duties

Section 1. The officers of the Central Committee shall be a chairman, an executive vice-chairman, second vice-chairman, secretary, and a treasurer. All must be registered Republicans in Prince George's County.

Section 2. Elections of officers shall be held within ten days after the gubernatorial general election and within ten days after the presidential election

between elections as provided herein shall run until the next election of officers.

Section 3. Whenever any vacancy shall occur in an office the vacancy shall be filled at the next regular meeting provided seven days notice can be given to members.

Section 4. Any officer of the Central Committee may be removed from office upon written charges of neglect of duty or undesirable conduct, presented to the Central Committee at a regularly scheduled committee meeting. When such charges have been presented the secretary shall then send written notice within ten days to each member of the Central Committee advising them of these charges, and that said charges will be considered at the next regularly scheduled Central Committee meeting in executive session. At that meeting the officer so charged shall be offered an opportunity to contest the charges brought against him/her, and after consideration of all evidence presented, a vote shall be taken by secret ballot and an affirmative vote of two-thirds of the Central Committee present or a majority of the Central Committee membership, whichever is greater, shall be required to remove said officer from office. Nothing in this section shall be interpreted to allow the individual charged to be removed from the Central Committee.

Section 5 The chairman shall preside over Central Committee meetings, be the official spokesman for the Central Committee, sign documents, represent the Central Committee as its chief executive officer, and shall carry out the will of the majority.

Section 6. The executive vice-chairman shall act at the direction of the chairman and the Central Committee, and in the absence of the chairman shall assume the duties of the chairman.

Section 7. The second vice-chairman shall act at the direction of the chairman and the Central Committee, and in the absence of the chairman and the executive vice chairman shall assume the duties of the chairman.

Section 8. The duties of the treasurer are set forth in Article VIII, Finance.

Section 9. The secretary shall keep the minutes of the Central Committee meetings, advise members of meetings, and shall see to it that all correspondence, resolutions and standing rules of the Central Committee are permanently filed in a special section of the minutes book.

Section 10. The chairman may from time to time appoint persons to special responsibilities for which they will be responsible to the Central Committee, such appointment shall be subject to majority vote by the Central Committee.

ARTICLE V – Committees

Section 1. There shall be the following standing committees: Finance Committee, Precinct Organization Committee, Legislative Committee, Communications Committee and the Audit Committee.

Section 2. The Finance Committee shall assist in soliciting funds and donations in support of the Central Committee's operations. Members of the Finance Committee shall be appointed, replaced or removed by the Chairmen of the Central Committee.

Section 3. The Precinct Organization Committee shall assist in the distribution of information, organization of Republican members and coordination of party activities at the precinct level. Each precinct shall be represented by a precinct leader. Each member of the Central Committee shall automatically serve as the precinct leader of their respective precinct until a replacement is appointed. The appointment of precinct leaders shall be by majority vote of the Central Committee. Removal of a precinct leader shall be by majority vote of the Central Committee.

Section 4. The Legislative Committee shall keep the Central Committee informed regarding pending legislation and shall actively initiate, support or oppose legislation at the direction of the Central Committee. Members of the Legislative Committee shall be appointed, replaced or removed by the Chairmen of the Central Committee subject to a majority vote of the Central Committee.

Section 5. The Communications Committee shall assist the chairman in defining our public image, refining our message, and configuring the means necessary to communicate them. Members of the Communications Committee shall be appointed, replaced or removed by the chairman.

Section 6. The Audit Committee shall audit the financial books of the Central Committee and report their findings at the regularly scheduled June and December meeting, or at such other times as a majority of the Central Committee shall deem appropriate. Members of the Audit Committee shall be appointed by majority approval of the Central Committee.

Section 7. Special committees of a temporary nature may be authorized by the chairman of the Central Committee. The chairman of each special committee shall submit a written report to the chairman or the Central Committee upon discharge of its responsibilities.

ARTICLE VI – Auxiliary Organizations

With the exception of national or state affiliated organizations, all organizations and committees seeking authorization to represent themselves as a Republican organization or committee must present their constitution and/or by-laws upon formation and revision to the Central Committee for ratification by a majority vote of the Central Committee.

ARTICLE VII – Meetings

Section 1. Within ten days of the gubernatorial general election the newly-elected member receiving the highest number of votes shall, upon at least seven days notice, call a meeting of the committee for the purpose of electing officers and conducting such other business as may properly be brought before the meeting under the by-laws of the committee.

Section 2. The Central Committee shall meet within Prince George's County not less than once every month with at least one meeting quarterly being an open meeting.

Section 3. Regular meeting of the Central Committee shall be held on the first Monday of each month, unless changed at a previous meeting by majority vote.

Section 4. Special meetings of the Central Committee may be held on call of the chairman or upon call by a majority of the members of the Central Committee, providing at least seven days notice in writing is given to all members of the Central Committee. The purpose of special meeting shall be included in the written notice.

Section 5. A majority of the members of the Central Committee shall constitute a quorum for the purpose of conducting Central Committee business. Voting by proxy shall not be allowed. (Written notice shall include hand, U.S. Postal Service, FAX or Electronic delivery.)

Section 6. The Central Committee shall meet during the regular January meeting for the purpose of preparing the organizations budget. In the years when a new Central Committee takes office, the organization's budget shall be prepared no later than the regular February meeting.

ARTICLE VIII – Finance

Section 1. The treasurer of the Central Committee shall deposit and keep account of all funds received by the Central Committee, shall pay expenses authorized by the Central Committee, and maintain complete records of all receipts and disbursements. The treasurer shall present to the Central Committee regular and periodic statement of the party's finances and supply complete itemized records upon request at any regularly scheduled meeting.

Section 2. All party receipts and disbursements shall be processed through the Central Committee treasury. Checks and withdrawals of party funds shall be signed by the treasurer. Use of the debit card shall be under the control of the treasurer and documented for audit purposes. The treasurer may authorize the card's use by another member of the executive committee on a one time basis for a Central Committee-approved expenditure. Another member of the executive committee (Chairman, either Vice Chair, or the Secretary) may temporarily assume the duties of the treasurer when the incumbent treasurer is temporarily unable to perform those duties due to circumstances such as, but not limited to, medical emergency or disability, death in the family, or extended travel out-of-state.

Section 3. The fiscal year of the Central Committee shall run from January 1 through December 31. Expenditures shall be permitted up to the amounts provided for by the adopted budget without any further approval required by the Central Committee. Any additional expenditure per budgeted item in excess of said budget must be approved by the Central Committee before any commitments are made.

Section 4. An audit of the books shall be made by the Audit Committee in accordance with its authority as defined in Article V, Section 6.

ARTICLE IX – Authority and Amendment

Section 1. Nothing in these by-laws shall be deemed to supersede provisions of the Maryland Code or the Constitution of the Republican Party of the State of Maryland.

Section 2. The rules contained in "Robert's Rules of Order," latest edition, shall govern the Central Committee in any case to which they are applicable and in which they are not inconsistent with these bylaws.

Section 3. A parliamentarian shall be appointed by the chairman within thirty days of his election to advise the chair on any parliamentary questions. The parliamentarian shall be familiar with parliamentary procedure and advise the presiding officer over all questions of procedure at Central Committee meetings, executive sessions, and conference calls. The parliamentarian shall assist the presiding officer in tracking motions, speaking order, amendments, voting, and other procedural actions during Central Committee meetings, executive sessions, and conference calls. The parliamentarian shall review and maintain all the bylaws, amendments, and any standing rules; and provide Central Committee members with annual training and advice on simple parliamentary procedures, such as, but not limited to motion, rules of debate, amendments, and quorums. The parliamentarian shall also ensure that each member of the Central Committee have a current copy of the bylaws and any standing rules. In addition, the parliamentarian shall ensure that a copy of the Central Committee bylaws is kept current, including any and all amendments and adoptions, with the Maryland State Board of Elections and the Maryland Republican Party in compliance with state law, Md. Code, Election Law, § 4-204(d)(2).

Section 4. Standing Rules in pursuance of these by-laws may be adopted and amended by a majority vote at any meeting of the committee.

Section 5. These bylaws may be amended by a two-thirds affirmative vote of the membership of the committee. A vote on the proposed bylaw amendment shall take place thirty (30) days after written notice is provided to all Central Committee members or at the next Central Committee meeting, whichever is earlier, unless the next Central Committee meeting is less than fifteen (15) days away from the date that written notice is sent to all Central Committee members. In such an event, the vote on the amendment shall occur thirty (30) days from the date written notice is provided to all Central Committee members.

Section 6. The articles of section of these by-laws are hereby declared to be severable and if any article or section shall ever be deleted, amended, or invalidated by process of law, such deletion, amendment or invalidation shall not affect the validity of any other article or section thereof.

ARTICLE X – Conflict of Interest

The Central Committee shall not endorse, recommend, nominate or submit the name of any of its members or former members within two years of their leaving office for appointment or consideration for appointment to any public or governmental position without a two-thirds vote of the committee.