

**CONSTITUTION AND BYLAWS OF THE
WICOMICO COUNTY REPUBLICAN CENTRAL COMMITTEE
As Amended September 10, 2012**

ARTICLE I - NAME

The name of this organization shall be The Wicomico County Republican Central Committee, of Wicomico County, Maryland, *hereinafter referred to as the Committee*. Members of the Committee are, in turn, full voting members of the Republican State Central Committee of Maryland, which consists of the combined members of all of the Republican County Central Committees from the Maryland counties and from Baltimore City.

**ARTICLE II - PURPOSES, IMPLEMENTATION,
SUPERIOR AUTHORITIES, AND OFFICIAL NOTICE**

2.1. Purposes.

- a. To be the governing body of and the official spokesman for the Republican Party in Wicomico County, Maryland *hereinafter referred to as the County*; and
- b. To cooperate and coordinate both with the Republican Party of Maryland and with the Republican National Committee.

2.2. Implementation.

In fulfilling these purposes, the Committee endeavors to:

- a. Establish and operate an effective Republican political organization for the County;
- b. Register new voters as Republicans, and to encourage those already registered otherwise to change their registrations to the Republican Party;
- c. Secure the election of all duly-nominated Republican candidates;
- d. Fill vacancies in and provide nominations for public office as provided by the laws of Maryland and the County;
- e. Assist, coordinate, and encourage Republican activities in the County;
- f. Promote the principles, objectives, and platform of the Republican party;
- g. Engage in such other activities as are reasonably necessary and proper to accomplish the above purposes; and
- h. Engage in fund-raising to support the activities noted above.

2.3. Superior Authorities.

- a. This document is required to be compatible and consistent with:
 - (1) The rules and procedures of the Republican National Committee;
 - (2) The Constitution and Bylaws of the Republican Party of Maryland; and
 - (3) Relevant laws of the United States of American, the State of Maryland, and the County.

- b. Should any portion of this document conflict with any of the superior authorities noted in **2.3.a. immediately above**, the superior authorities will supercede this document.
- c. Unless specified otherwise in this document or in the rules and procedures of the superior authorities listed immediately above, the parliamentary procedures for conducting business at all official meetings of the Committee shall be those enumerated in the latest edition of Robert's Rules of Order.

2.4. Official Notice.

Any notice provided for in this document shall be deemed to have been officially given when received by the person to whom addressed, or, alternatively, when deposited in the mail, postage prepaid to be delivered by regular, first-class mail, provided any such mailed notice shall be addressed to the person at the most recent address provided to the Committee by the person.

ARTICLE III - COMPOSITION OF THE COMMITTEE

3.1. Qualifications for Membership.

a. State Regulations.

The membership of the Committee shall be regulated in accordance with both

- (1) The appropriate sections of TITLE 4-202 of the Maryland Code, and
- (2) the Constitution and Bylaws of the Republican Party of Maryland, as adopted December 1, 2007, or as subsequently amended.

b. County Voting and Residency Requirements.

At the time of their elections or appointments and throughout their terms of office, all members and officers of the Committee, must be both

- (1) Legal residents of the County and
- (2) Registered as Republican voters in the County.

c. Maryland Party Oath of Office.

Every Member of the Committee must take the Maryland Republican Party Oath of Office, attached to this document

d. Disqualification and Automatic Resignation.

Any member who violates any of the regulations or requirements in this Section shall be disqualified from service on the Committee and shall be considered to have automatically resigned, effective immediately upon discovery of the violation.

3.2. Number of Committee Members.

There shall be a maximum of **nine** Committee Members, all elected at-large.

3.3. Election and Terms of Office of Members.

a. Time of Election to the Committee and thereby to the Republican State Central Committee of Maryland.

The election of members shall occur during the ***quadrennial gubernatorial primary election*** in accordance with the laws of the State of Maryland.

b. Terms of Office.

The terms of all newly-elected members of the Committee begin both subsequent to the closing of polls for the **quadrennial gubernatorial election** and subsequent to the Committee Quadrennial Organizational Meeting (*described in 5.2*) immediately after they take the Maryland Republican Party Oath of Office (attached to this document), and their terms end four years later when (new) members of the Committee begin serving their terms.

3.4. Coordination between Outgoing and Incoming Committees.

In order to assure that the transition from the outgoing Committee to the incoming Committee is as smooth as possible, newly-elected members of the Committee will be encouraged to attend meetings of the outgoing Committee during the approximately two months between the time of their election and the Committee Quadrennial Organizational Meeting.

3.5. Filling Vacancies on the Committee.

a. Definition of a Vacancy.

A vacancy shall exist if at any time the number of serving Committee members is fewer than the maximum number specified in **3.2**.

b. Procedure to fill a Vacancy.

- (1) The Committee **Chair** (*described in 4.1.c.*) **hereinafter referred to as the Chair** shall immediately give notice to the other Committee members whenever a vacancy occurs.
- (2) The Committee may choose by majority vote to advertise the vacancy through written, verbal, or other communications, but doing so is not mandatory.
- (3) Each Associate Committee Member (*described in 3.6*) is automatically nominated to be a Member of the Committee, and other individuals who meet the eligibility requirements in **3.1** may also be nominated by Committee Members.
- (4) By majority vote, the Committee may choose to gather additional information about the nominees or to interview the nominees, but neither activity is mandatory.
- (5) At the conclusion of the preceding four steps (of which two are optional), a majority vote of the Committee members (with no Associate Members voting) is required to fill the vacancy with a replacement Member who shall serve until the next Committee Quadrennial Organizational Meeting.
- (6) Should the Committee fail to fill a vacancy within 60 days of receipt of notice (**3.5.b.(1) immediately above**), the **Chair** may fill the vacancy.
- (7) The **Chair** shall notify, promptly and in writing, the change of membership of the Committee to all organizations and offices as required by rule, regulation, or law, including the Maryland Republican Party, the Maryland State Board of Elections, and the County Board of Elections.

3.6. Associate Committee Members.

In order to encourage active participation in Committee meetings and activities by individuals who are not official Members of the Committee, the Committee may elect by majority vote as many Associate Committee Members as a majority of the Committee deems appropriate.

a. Eligibility.

Associate Committee Members must meet the same eligibility requirements as Members, and they are subject to disqualification and automatic resignation as are official Members, as enumerated in [3.1](#).

b. Term of Office.

The terms of Associate Members of the Committee begin with their election and end at the next Committee Quadrennial Organizational Meeting.

c. Voting by Associate Members.

(1) Associate Members shall normally not be entitled to vote at meetings of the Committee. However,

(2) 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 Associate members, provided the total number of those voting at that meeting does not exceed the maximum number of members specified in [3.2](#).

(3) Under no circumstances may Associate Members vote to fill a Committee vacancy.

d. Priority to Carry Proxies.

Should an elected member of the Committee be unable to attend a Convention of the Maryland Republican Party, that member of the Committee is encouraged (but is not required) to assign his proxy to one of the Associate Members of the Committee so that the Associate Member might attend, vote, and otherwise fully participate in the business of the Convention.

e. Automatic Nomination to Fill Vacancies.

Should a Committee vacancy occur (as described in [3.5](#)), all Associate Committee Members are automatically nominated to be Members of the Committee.

3.7. Resignations.

a. Notification.

Any member of the Committee may resign for any reason at any time, provided the member provides written notification to the **Chair**.

b. Date of Effect.

If no effective date of resignation is included in the written notification, the member's resignation shall be effective upon receipt of the written notification by the **Chair**.

3.8. Removals.

Because the Committee can only be effective if its members are actively involved in Committee activities and meetings, a member can be removed for non-participation (if not removed either by disqualification as described in [3.1.d](#) or by resignation as described in [3.7](#).) as follows:

- a. **Excused or Unexcused Absences from a Committee Meeting.**
A member's absence from a Committee meeting may be declared to be either excused or unexcused at the discretion the **Chair** unless two-thirds of the members in attendance at either that Committee meeting or the next Committee meeting vote to reverse the **Chair's** decision.
- b. **Excused or Unexcused Absences from Maryland Republican Conventions.**
(1) A Committee member is absent from a Maryland Republican Convention if neither the member nor a person carrying the member's proxy signs in at the Convention.
(2) At the first Committee meeting subsequent to a Maryland Republican Convention, a member's absence from the Convention may be declared to be either excused or unexcused at the discretion the **Chair** unless two-thirds of the members in attendance vote to reverse the **Chair's** decision.
- c. **Unexcused Absences Noted in Minutes.**
Unexcused absences from Committee meetings and from Maryland Republican Conventions shall be noted in the minutes of the Committee. Moreover, any absence not designated as unexcused in the minutes shall be considered to be excused.
- d. **Cause for Removal.**
Any member of the Committee may be removed from the Committee for cause if the member either
(1) Acquires three or more unexcused absences from regularly scheduled meetings of the Committee within any twelve-month period, or
(2) Acquires three or more unexcused absences from Maryland Republican Conventions within any twenty-four-month period.
(3) The Constitution and Bylaws of the Republican Party of Maryland also provide for the possible removal of a Committee Member who misses three consecutive Maryland Republican Conventions.
- e. **Committee Procedure to Remove a Member.**
In accordance with the **Constitution and Bylaws of the Republican Party of Maryland**, the Committee may remove a member for cause at any meeting of the Committee, provided:
(1) The approved minutes of the Committee demonstrate Cause for Removal (as described in **3.8.d. immediately above**);
(2) Written notice of the intent to remove the member is provided to all members of the Committee at least seven days prior to the meeting; and
(3) If a quorum is present, two-thirds of the voting members attending the Meeting vote to remove the member.
(4) A member who has been removed in accordance with this Section will be notified in writing within three days after the vote to remove, but failure to so notify the removed member shall not invalidate the vote to remove.

ARTICLE IV - OFFICERS OF THE COMMITTEE

4.1. Officers.

The officers of the Committee shall be the **Chair**, the **Vice Chair**, the **Secretary**, and the **Treasurer**

a. **Qualifications.**

- (1) Every Committee Officer must satisfy the requirements in **3.1.** of this document. Additionally,
- (2) Both the **Chair** and **Vice Chair** must be Members of the Committee.

b. **Maryland Party Oath of Office.**

Every officer of the Committee must take the Maryland Republican Party Oath of Office, attached to this document.

c. **Powers and Duties of the Chair:**

The Chair shall:

- (1) Preside at all meetings of the Committee;
- (2) Administer the Maryland Party Oath of Office (attached to this document) to all Committee Members.
- (3) Exercise general supervision over the affairs, activities and employees of the Committee;
- (4) Submit a proposed annual budget to the Committee at the first meeting of each calendar year (see **4.1.f.(4)**);
- (5) Supervise the expenditures of Committee funds;
- (6) Be the official spokesman for the Committee;
- (7) Oversee the maintenance of all appropriate current and past Committee records;
- (8) Determine if absences from Committee meetings and Maryland Republican Conventions are excused or unexcused, subject to the provisions of **3.8.** of this document;
- (9) Appoint members to subcommittees, subject to approval by a majority vote of the Committee;
- (10) Receive letters of resignation from Committee Members;
- (11) Notify the Committee of vacancies among the Committee Members or Committee Officers;
- (12) With the approval of a majority of the Committee, appoint a General Counsel and a Parliamentarian to perform appropriate duties, neither of whom is required to be a member of the Committee;
- (13) Call and convene the Committee Quadrennial Organizational Meeting, administer the Party Oath of Office, and conduct the election of a **Chair** for the newly-elected Committee Members;
- (14) Submit written reports on behalf of the Committee to outside bodies in order to:
 - (a) Inform the Maryland Republican Party of the times and places of Committee Meetings;
 - (b) Certify to the Maryland Republican Party that all Committee Members have taken the Party Oath of Office.
 - (c) Inform the Maryland Republican Party, the Maryland State Board of Elections, and the County Board of Elections of the names, addresses, and contact information for the Members and Officers of the Committee;

- (d) File a copy of this document with the Maryland Republican Party, the Maryland State Board of Elections, and the County Board of Elections within thirty days of its adoption or of its being amended.
 - (15) Perform duties as required by this document, by the Maryland Republican Party, by the Maryland State Board of Elections, by the County Board of Elections, or by law.
- d. **Powers and Duties of the Vice Chair.**
 - The Vice Chair shall:**
 - (1) Preside at all meetings of the Committee in the absence of the **Chair**;
 - (2) Perform such other duties as are required by law or may be prescribed by the **Chair**; and
 - (3) In the event that the office of **Chair** becomes vacant, assume all powers and responsibilities of the **Chair** until a **Chair** can be elected;
- e. **Powers and Duties of the Secretary:**
 - The Secretary shall:**
 - (1) Maintain complete and accurate minutes and attendance records of all meetings of the Committee;
 - (2) Certify to the Maryland Republican Party that all Committee Officers have taken the Maryland Republican Party Oath (attached to this document); and
 - (3) Perform such other duties as the **Chair** may assign and are incident to this office.
- f. **Powers and Duties of the Treasurer**
 - The Treasurer shall:**
 - (1) Be responsible for the receipt of, and, at the direction of the **Chair**, the disbursement of all monies by and for the Committee;
 - (2) Submit Committee financial reports in the form and manner and by the deadlines as required by law;
 - (3) Maintain complete and accurate records of all receipts and disbursements of Committee funds;
 - (4) Submit an annual estimated budget to the **Chair** prior to December 31 of each year (see **4.1.c.(4)**);
 - (5) Render periodic reports of income and expenditures as required by law, by the **Chair**, or by the Committee; and
 - (6) At the end of his term, provide a complete accounting of Committee funds, and transfer control to his successor Treasurer any funds belonging to the Committee.
- g. **Election, Terms of Office, and Notification.**
 - (1) All elections shall be by majority vote of the Committee.
 - (2) The Committee Officers shall be elected at the Committee Quadrennial Organizational Meeting, in October prior to the Presidential General election, and at any time a vacancy in a Committee office occurs.
 - (3) The terms of Committee Officers are for two years and begin when the polls close either after the Presidential General election or after the Gubernatorial General election. The terms of Committee Officers end two years later when officers are elected, unless the Officers resign, are removed, or are otherwise unable to continue serving.

- (4) Each Committee Officer may be re-elected for any number of terms.
 - (5) Within fifteen days either following the Quadrennial Organization Meeting or at any time an officer or his contact information changes, the **Chair** shall notify the Maryland Republican Party, the Maryland State Board of Elections, and the County Board of Elections of the names, addresses, and contact information for the Committee Officers.
- h. **Removal of Officers.**
 - (1) Provided at least twenty days written notice has been provided to all Committee Members, at any regular or special Committee meeting a vote to remove any officer from office may be taken.
 - (2) A two-thirds vote is required to effect removal of an officer.
- i. **Filling a Vacant Office.**
 - (1) If an officer is removed from office, the office shall be filled at the same meeting.
 - (2) If the office of **Chair** is vacant, the **Vice Chair** shall function as **Chair** until a new **Chair** is elected.
 - (3) In all case of vacancy other than by removal, with seven days written notice, the Committee shall meet in order to fill the vacant office.
 - (4) All vacant offices shall be filled by majority vote.

ARTICLE V - COMMITTEE MEETINGS

5.1. Notice and Conduct of Meetings.

- a. **Quorum.**

A quorum at any Committee meeting shall be a majority of the then-serving Members of the Committee.
- b. **Proxies.**

Committee Members must be present at Committee Meetings to vote, and proxies are not permitted.
- c. **Location.**

Meetings shall normally be held in a location in the County convenient to the Members of the Committee, or at any other location agreed upon by a majority of the Members of the Committee.
- d. **Regular Meetings.**

Meetings shall be held no less frequently than quarterly, and will generally be held monthly at a specified time and place.
- e. **Special and Emergency Meetings.**

Special and Emergency meetings may be called by the **Chair**, or upon a written petition to the **Chair** by a majority of the Members of the Committee.
- f. **Notice.**
 - (1) **Content.**

Whenever possible the notice for a meeting shall include information about any special actions to be undertaken. In particular, the notice for a Quadrennial Organization Meeting shall include a copy of this document.
 - (2) **Regular, Special, or Emergency Meetings.**

- (a) The **Chair** shall generally provide at least seven days notice of any regular or special meeting of the Committee, with a copy sent to the Maryland Republican Party Chair.
- (b) The Committee has the authority to fill vacancies in nominations for public office, and whenever the laws of Maryland require Committee action to fill such a vacancy, the **Chair** may call a Special Meeting for this purpose upon seventy-two hours notice.
- (c) In order to resolve a matter affecting the welfare of either the Committee or the Republican Party, the **Chair** may call an Emergency meeting upon twenty-four hours notice.

g. Executive Session.

In order to conduct confidential business, a majority vote of the Committee to enter into Executive Session shall immediately restrict those present to the Members of the Committee, supplemented by such other individuals as the Committee determines to be appropriate.

5.2. Committee Quadrennial Organization Meeting.

A Committee Quadrennial Organizational Meeting shall be held after every gubernatorial primary election in a location in the County convenient to Members of the Committee.

- a. No later than four days following the official publication of the results of the gubernatorial primary election, the current **Chair** shall provide a minimum of seven days written notice to the newly-elected Committee Members, calling them to assemble for the purpose of taking the Party Oath of Office, electing officers, and conducting such other business as may be required.
- b. The current **Chair** will administer the Party Oath of Office to the newly-elected Committee. Then,
- c. The current **Chair** will conduct an election for the new **Chair**. The current **Chair**, if re-elected to the Committee, may stand for election to be re-elected **Chair**.
- d. The new **Chair** will conduct the election of the remaining officers and conduct such other business as may be required.
- e. Should the **Chair** fail to call a meeting within four days of the gubernatorial primary election, the Committee Member who received the most votes in the gubernatorial primary shall act as **Temporary Chair** and will call a meeting, administer the Party Oath of Office, and conduct the election of a **Chair**.
- f. Should both the **Chair** and the person receiving the most votes fail to call a meeting within eight days of the gubernatorial primary election, the responsibility call to assemble and to serve as **Temporary Chair** shall begin with the first person listed alphabetically.
- g. Thereafter every four days the responsibility to call to assemble and to serve as **Temporary Chair** shall progress down the alphabetical listing of the newly-elected Committee Members.

ARTICLE VI - ENDORSING CANDIDATES

6.1. Committee Endorsing Candidates in Primaries.

Prior to a primary election, the Committee shall neither endorse nor provide more support, financially or in any other manner, to any candidate or group of candidates than it provides to all other candidates and all other groups of candidates.

6.2. Individual Committee Members Endorsing Candidates.

An Individual Member of the Committee, acting on his own behalf and not representing the Committee, may endorse or provide support to any candidate.

6.3. Committee Endorsing Candidates in General Elections.

The Committee shall endorse and support all Republican Candidates in General Elections, unless by a two-thirds vote the Committee declines to endorse and support any particular candidate.

ARTICLE VII - AMENDMENTS TO THIS DOCUMENT

7.1. Notice.

A copy of any amendment to this document must be sent to each Member of the Committee at least seven days prior to the meeting at which it will be voted upon.

7.2. Vote Required.

This document may be amended, provided proper notice was given, at any regular or special meeting of the Committee by a two-thirds vote.

7.3. Public Notice.

The **Chair** is required to file a copy of this document with the Maryland Republican Party, the Maryland State Board of Elections, and the County Board of Elections within thirty days of its adoption or amendment.

ATTACHMENT: *The Maryland Republican Party Oath of Office, as it appears in the Constitution and Bylaws of the Republican Party of Maryland, adopted December 1, 2007, as amended April 28, 2012, and subject to future amendment by that body:*

ARTICLE XII - PARTY OATH OF OFFICE

12.1. Requirements.

- a. Subsequent to their election and prior to assuming their official duties, all members of the County Central Committees and all Officers of the Party must take the Party Oath as contained in Section 12.2.
- b. Each County Chairman shall certify to the Party Chairman that all members of the County Central Committee have taken the Party Oath
- c. The Party Secretary shall certify to the State Central Committee that all Party Officers have taken the Party Oath.

12.2. The Party Oath.

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.