

**BYLAWS
OF THE
CLAY COUNTY REPUBLICAN EXECUTIVE COMMITTEE
a/k/a THE REPUBLICAN PARTY OF CLAY COUNTY**

**ARTICLE I
Name of Organization and Authority**

The name of this organization shall be the Clay County Republican Executive Committee. It shall be constituted as the Executive or Managing Committee of the Republican Party within Clay County, Florida, in accordance with the applicable statutes in Florida, the Republican Party of Florida Constitution, Bylaws, Party Rules of Procedure, and the Model Constitution.

**ARTICLE II
Powers and Duties**

- a) To adopt a Constitution and Bylaws by majority vote of the members present. The Constitution shall be the Model Constitution of the Republican Party of Florida.
- b) To seek qualified Republican candidates for local, county, state, and federal offices and conduct campaigns for party nominees.
- c) To promote the election of all Republican candidates in the General Election.
- d) To elect qualified persons to local, county, state, and federal offices.
- e) To foster loyalty to the Republican Party.
- f) To promote an informed electorate through political education.
- g) To increase Republican registration.
- h) To make party nominations when required by law.
- i) To raise and expend funds for the maintenance and administration of the party organization and to do anything that is considered by custom and practice as proper for party committees except as expressly prohibited. No funds may be spent by the Committee except for bona fide services or materials rendered to and received by the Committee for the advancement of the party organization.
- j) To annually appoint an Audit Committee from among its members which Committee shall perform an audit of the financial affairs of the Clay County Executive Committee and cause the same to be made public.
- k) In the event that the Clay County Executive Committee endorses or intends to endorse, certify, screen or otherwise recommend one or more candidates for nomination, it shall forfeit all party assessments which would otherwise be returned to the Clay County Executive Committee. Such assessments shall be remitted instead to the Republican State Executive Committee as required by F.S. 103.121 (5a).
- l) To support Executive Committee projects, fund raisers, and events.

**ARTICLE III
Membership**

Section 1 - Committee Make-up

- a) **Election of Precinct Committeemen and Committeewomen** - Each precinct within Clay County shall, except as otherwise provided by the Republican Party of Florida Rule, State Party Constitution, Bylaws, or State law, elect one man and one woman, who is a registered Republican, residing in the precinct to serve as Precinct Committeeman and Precinct Committeewoman. However, any precinct with a total registration equal to or greater than 1,000 registered voters shall have an additional Precinct Committeeman and Precinct Committeewoman for every increment of 1,000 voters in either party who shall serve for the full term of the office regardless of change in precinct population.
 - 1. **Precinct Designation Changed by the Supervisor of Elections** – In the case of a precinct designation change by the Supervisor of Elections members shall continue to represent the precinct in which they reside and the records of the Secretary of the REC shall be amended to reflect the new designation.
 - I. If a precinct is subdivided, qualified additional Precinct Committee members may be added to the Committee according to existing procedures and the formula designated in Article III, Section 1 (a).
 - II. Alternate Committee Members who reside in a newly created and designated precinct subdivision shall become Precinct Committee Members in such Precinct. If the number of Alternates exceeds the number of allowable Precinct Committee Members, the greatest length of continuous service on the REC shall determine the order in which each Alternate shall become a Precinct Committee Member.
 - III. If a precinct subdivision results in a greater number of existing Precinct Committee Members than normally provided by designated formula, the current members shall serve the balance of their term.
- b) **State Committeeman and State Committeewoman** - Pursuant to the State Party Constitution, the State Committeeman and State Committeewoman shall be voting members of the County Executive Committee after the election of officers. Each member of the Committee shall be entitled to one (1) vote.
- c) **Appointment** - In the event no Committeeman or Committeewoman is elected or a vacancy occurs from any other cause in the Executive committee, the Chairman shall call a meeting of the Executive Committee by due notice to all members. The vacancy shall be filled by a majority vote of those present at a meeting at which a quorum is present. Such vacancy shall be filled by a qualified member of the Republican Party who resides in the precinct where the vacancy occurred and who has executed the Loyalty Oath of the Republican Party of Florida. The election shall be for the unexpired portion of the term. The electee shall not be deemed a member until the name has been duly recorded with the Clay County Supervisor of Elections and the Chairman of the State Executive Committee by the Secretary of the Clay County Executive Committee.
- d) **Alternates** - There may be as many alternate Executive Committee members as there are duly elected and appointed members in each precinct. Alternate members shall have no vote except in the absence of the member they duly represent. Voting preference shall be determined by order of longest continuous service on the Committee. Each alternate member shall possess the qualifications required of the member represented, shall file the same oath and shall be duly voted upon for membership by the members of the Executive Committee.

Section 2 - Terms

Precinct Committeemen and Precinct Committeewomen shall be elected for four-year terms at the first primary of the presidential election year by registered Republican electors within their precinct. The election shall be determined by a plurality of the votes cast. The terms shall commence on the first day of the month following each presidential general election (December 1).

Section 3 - Qualifying

- a) **By Election** - Electors seeking to qualify for Precinct Committeemen or Precinct Committeewomen shall do so with the Clay County Supervisor of Elections not earlier than noon of the 57th day or no later than noon on the 53rd day preceding the first primary of the presidential election.

- b) **Party Oath** - Members of the Clay County Executive Committee whether elected or appointed shall establish by written party oath or affirmation that during their term of office they will not actively or publicly, or financially support the election of an opposed member of their party running for office on a general election ballot in this State. The oath or affirmation may be witnessed rather than notarized. Party oaths may be delivered to any elected member of the Executive Board. The Secretary is responsible for communication of Party procedures to the Supervisor of Elections Office. The Chairman must coordinate with the Secretary to insure that all oaths are submitted prior to the Qualifying deadline and that all oaths are properly executed. The Chairman shall be responsible for forwarding all oaths to RPOF with a copy to the Secretary. Acceptance of properly executed oaths by any member of the Executive Committee may not be unreasonably withheld and the Chairman may not by overt or passive act withhold his/her availability to accept such oaths. The Vice-Chairman shall be empowered to act in the Chairman's place if he/she cannot or will not execute this function as the Qualifying deadline approaches.

Section 4 - Membership by Appointment

- a) Any person requesting appointment to the Committee shall first make their intentions known to the Secretary. The Secretary will review the candidate's eligibility by reviewing the candidate's registration and address. The candidate shall sign a loyalty oath of office at that time. The Secretary, after determining the candidate meets eligibility requirements, shall notify the Chairman and shall refer the candidate to the Membership Chairman who in turn will refer the candidate to the Training Coordinator. The Training Coordinator will have the candidate undergo sufficient training to ensure the candidate will be able to carry out the duties of the committee person.
- b) Upon completion of the candidate's training, the Membership Chairman will present a report to the Chairman.
- c) The training requirements may be waived by a two-thirds (2/3) vote of a quorum of the Committee.
- d) The candidate must attend three out of four consecutive regular meetings before he/she is eligible for election to the Clay County Executive Committee and must be present at the meeting when nominated and elected.
- e) The vacancy shall be filled by a majority vote of those present at a meeting at which time a quorum of the Committee is present. The appointment may be made by secret ballot after the candidate has left the room for the debate and balloting. However, if two or more candidates are nominated for the same position, the appointment shall be made by secret ballot. The candidates shall leave the room for debate and balloting.
- f) Appointments may not be made within 90 days of either, the Candidate Qualifying Date in a Presidential Election year, or the date of the local Reorganization Meeting in a Mid-Term election year.

Section 5 - Removal from Office

- A) **Procedure** - Any member or officer of the Clay County Executive committee may be removed from office upon a two-thirds (2/3) vote of the membership of the Committee present and voting at any regular or special meeting after ten (10) days notice to the membership of the Committee that a motion for the purpose of removal of a member will be considered at said meeting. The removal may be for any cause including, but not limited to, an alleged violation of his or her oath of office which in the opinion of two-thirds (2/3) of the Committee, present and voting, warrants the removal of the member or officer. After removal a member shall not be eligible to serve on the REC for a period of four (4) years.
- B) **Notice** - The member and/or officer cited with removal charges shall be served by certified mail at least ten (10) days prior to said regular or special meeting at which time the removal motion is to be heard with a complaint which shall set forth in particular the reasons for the removal charge.

Section 6 - Vacancies

A Precinct Committee seat shall be considered vacant for any of the following reasons:

- a) Death of a member
b) Resignation
c) Removal
d) Ceasing to be a resident of Clay County, the District, or Precinct from which the member was elected or appointed
e) Conviction of a felony
f) Change of party affiliation
g) The decision of a competent tribunal declaring void the election or appointment

- h) Failure to attend, without good and sufficient reason, three consecutive meetings, regular or called, of the Committee. (Good and sufficient reason shall be illness, emergency or conflicting Republican Party duties. It shall not be vacations, routine business trips, visitors, or other organizations.) Interpretation of good and sufficient reason shall be made as necessary by the Executive Board. Excused absence requests must be submitted to the Secretary within 30 days of the meeting in question.
- i) In any calendar year, failure to attend at least fifty (50%) percent of all regular and special meetings.

Reinstatement to the Committee after removal for failure to attend shall be through regular Appointment or Election procedures.

ARTICLE IV Officers

Section 1 - Officers

The officers of the Executive Committee shall be a Chairman, Vice Chairman, Secretary, and Treasurer. In addition, the Chairman may appoint a Vice Treasurer subject to the approval of the Executive Committee. The officers shall be elected by members of the Clay County Republican Executive Committee. Their terms of office shall be for two years or until their successors are elected or as otherwise set by law, and may hold only one office in the County Executive Committee. Alternate County Executive Committee members are not eligible to serve as elected officers of the County Executive Committee except in counties with less than 750 registered Republicans, unless this rule is waived by the Executive Board of the RPOF.

Section 2 - Election of Officers

- a) **Procedure** - The outgoing Chairman of the Clay County Executive Committee shall hold an organizational meeting of all precinct Committee members for the purpose of electing officers. Said new members take office December 1 of a presidential election year and during the month of December in an even numbered year in a non-presidential year. It shall be the responsibility of the outgoing Chairman to open the meeting and the first order of business shall be the election of the Chairman as set forth in the Rules of Procedure, the Constitution, and Bylaws as promulgated by the Republican Party of Florida. If the outgoing Chairman is a candidate for Party Office, the outgoing Vice-Chairman shall conduct the Election. If the Vice-Chairman is a candidate for Party Office, the State Committeeman or State Committeewoman with the longest continuous tenure in their respective office shall conduct the Election. Thereafter, the new Chairman shall preside and the agenda shall include the election of a Vice-Chairman, Secretary and a Treasurer, the filling of any vacancies. It shall be the responsibility of the County Executive Committee to reaffirm and adopt current bylaws every two years at the organizational meeting of the County Executive Committee. No other business shall be conducted at the Election/Organizational Meeting.
- b) **Secret Ballot** - The election of officers shall be by secret ballot. In the event there is but one nomination for any office, the ballot vote may be dispensed with by a unanimous vote of the membership present and eligible to vote.
- c) **Location** - The Chairman shall propose to the REC, at least 60 days prior to the Election, a location, date and time for the organizational meeting. Affirmation by the REC shall require a majority vote at a regular REC meeting where a quorum is present. The REC may propose and affirm an alternate location, date and time at same said meeting.

Section 2.1 – Rules of Procedure for the Reorganization and Election of Officers

- 1) An area will be designated in the front forward area of the meeting room reserved exclusively for voting members of the REC.
- 2) Elections for REC officers shall be held one office at a time for the following offices and in the following order: Chairman, Vice Chairman, Secretary, and Treasurer.
- 3) Pursuant to Article VI, Section 1 of the By-Laws of the Clay County Republican Executive Committee, a quorum for the organization and election shall consist of forty (40%) of the total members of the REC. The vote required on any question coming before the REC shall be a majority of the quorum present.
- 4) All elections shall be by secret ballot. A majority vote shall be required to be elected to an office. If no candidate receives a majority on the first ballot, a runoff election will be conducted between the two candidates with the highest number of votes. If only one candidate is nominated for an office, a motion may be made to dispense with the balloting for that office. In the event of a tie on three (3) successive ballots, the election shall be determined by

a coin flip conducted by the presiding officer.

- 5) The presiding officer shall appoint a Tellers Committee consisting of three members. Two of the members shall be the State Committeeman and State Committeewoman, unless one of them is acting as the presiding officer, in which case any former State Committeeman/woman or former Executive Board member may be appointed. One of the tellers shall be designated the Chairman of the Tellers Committee.
- 6) The tellers shall distribute ballots to each member of the REC as each member's name is called during the roll call of the meeting.
- 7) A total of up to ten (10) minutes will be allowed for nominations and or seconds and or candidate's statements (or any combination thereof) for each candidate for the office of REC Chairman.
- 8) A total of up to five (5) minutes will be allowed for nominations and or seconds and or candidate's statements (or any combination thereof) for each candidate for the office of REC Vice Chairman, Secretary, and Treasurer.
- 9) At the close of nominations for each officer election, the presiding officer will instruct all voting members to mark the ballot for that office by printing the name of the candidate for whom they are voting on the appropriate ballot. The tellers will then collect the ballots, excuse themselves to the counting area and count the number of votes for each candidate. Once balloting has begun for an office, a member may not leave the voting area until the voting result for the office has been announced. If a member must leave the voting area, they must surrender their remaining ballots to the Secretary.
- 10) The Tellers committee chairman will announce the results for each election upon completing the count for that election. The committee chairman will announce the number of votes for each candidate, and whether any candidate by name received a majority vote, or, in the case of a runoff, the names of the two candidates with the highest number of votes.
- 11) If, after the first ballot for an office, on which no candidate receives a majority, and immediately prior to instructing the Executive committee members to vote the "run-off" ballot, the presiding officer will give each of the two run off candidates another opportunity to address the committee as follows: up to two minutes per candidate for the office of Chairman; up to one minute per candidate for all other offices.
- 12) The newly elected officers will assume office at the adjournment of the meeting.

Section 3 - Order of Succession

In the event the Chairman is unable to continue his/her duties, the Vice Chairman, Secretary, or Treasurer, in that order, temporarily assumes the duties of the Chairman and must within sixty (60) days hold an election for the purpose of filling the vacancy. All vacancies shall be filled by majority vote of a quorum present at the duly called meeting of the Clay County Executive Committee.

Section 4 - Duties of the Chairman

- a) **Committee Appointments** - The Chairman may appoint such committees and subcommittees as may be required in the administration of the Committee's business so long as their functions do not violate any of the provisions of this Constitution and Bylaws, any applicable Florida law, the Constitution, Bylaws, and Rules of Procedure of the Republican Party of Florida. The Chairman shall be considered a voting member of all committees appointed. Standing Committees shall be: Finance, Training, Special Events, Volunteers, and Marketing.
- b) **Reporting** - The Chairman shall furnish the State Executive Committee a copy of the reports of contributions and expenditures as required by F.S. 106.29.
- c) **Expenditures** - The Chairman shall authorize the funds necessary for regularly recurring operating expenses. The Chairman is authorized to spend up to \$250. The Executive Board is authorized to spend up to \$1,000. All expenditures over \$1,000 shall require the approval of the REC.

Section 5 - Duties of Chairman and Treasurer

- a) **Accountability** - The Chairman and the Treasurer shall be accountable for the funds of the Clay County Executive Committee and shall be jointly liable for their proper expenditure. They shall be furnished by the

Committee a bond of not less than five thousand (\$5,000) dollars, conditioned in effect upon faithful performance by such party officer of his/her duties, and for faithfully accounting for party funds. The Treasurer shall maintain adequate records evidencing receipt and disbursement of all party funds received. Such records are subject to inspection by any member of the Clay County Republican Executive Committee and the Audit Committee.

Section 6 - Official Depository

All moneys received shall be deposited in a bank designated as the official depository for committee funds. Checks may be drawn against said bank account provided same are signed by two of the following officers, to wit:

- a) Chairman and Treasurer
- b) Chairman and Vice Chairman
- c) Treasurer and Vice Chairman

A resolution to the designated bank by the Chairman with approval of the Committee shall be set forth that all checks must be co-signed as indicated above. Furthermore, no check payable to the Committee shall be cashed, but must be deposited to the designated bank account.

Section 7 - Duties of the Secretary

- a) **Minutes** - The Secretary shall be responsible for ensuring that the actions of the Committee are recorded by appropriate minutes which shall be approved by the Committee during regular meetings.
- b) **Reporting** - The Secretary of the Clay County Executive Committee shall, within fifteen (15) days following each regular or special meeting of the Committee, furnish the Republican State Executive Committee a copy of the minutes of such meeting, along with a report showing the record by name of attendees of the meeting, a copy of the Treasurer's report and of any action taken by the Committee to excuse the absences of its membership.

Section 8 - Officers' Restrictions

- a) No action by any officer or member shall be binding on the Committee if said action is in violation of this Constitution and Bylaws or in violation of any Florida law, State party Constitution, Bylaws, or Rules of Procedure.
- b) The Chairman is prohibited from becoming involved personally as campaign manager or treasurer for any candidate and from exhibiting preference or bias toward any candidate or cause in the conduct of his duties. Preference or bias does not include joining an internet group for informational purposes only.
- c) Borrowing money and deficit spending are prohibited.
- d) A person may hold only one position as a County Chairman or a State Committeeman or State Committeewoman.
- e) The Clay County Republican Committee may endorse, certify or recommend a Republican candidate in a contested Republican primary, or a registered Republican in a nonpartisan election (including judicial races where it is legally permissible), or a local Unitary Special/General Election, by either of the two following methods: (1) Upon the affirmative vote of not less than 60% of the Clay County Republican Executive Committee present and voting a duly called meeting complying with notice requirements as set forth below, provided that the number voting to endorse represents a majority of the full committee, or (2) upon the affirmative vote of not less than two-thirds (2/3) of those present and voting at such meeting, provided that a quorum is present at the time the vote is taken. Each announced candidate shall be likewise notified that a vote on endorsement is to be taken and that he or she will be allowed to speak at such meeting in support of or opposition to any proposed endorsement, certification, or recommendation for an office for which he or she is a candidate.

There shall be no less than (10) day written notice to each member of the Executive Committee of any meeting at which the vote is to be taken. The written notice shall inform each member of the time, date, place of meeting, and that a vote will be taken to endorse, certify, screen or otherwise recommend one or more Republican candidates for nomination for election. A copy of the notice of the meeting shall be mailed by the County Chairman or other appropriate officer to: Republican Party of Florida, P. O. Box 311, Tallahassee, Florida 32302.

- f) The Chairman and Treasurer shall not incur debts and shall not obligate the Committee financially except as authorized by the Clay County Republican Executive Committee, and the Constitution and Bylaws, and Republican Party Rules of Procedure.

ARTICLE V Executive Board

Section 1 - Membership

The voting members of the Executive Board shall consist of the Chairman, Vice Chairman, Secretary, Treasurer, the members of the Republican State Executive Committee, and Standing Committee Chairmen as designated in Article IV, Section 4 a). Ad hoc and other Committee Chairs may serve as non-voting members.

Section 2 - Powers and Duties

The Executive Board shall be empowered to make recommendations to the Committee. It is vested with all rights and powers of the Committee and authorized to act fully and completely in its own stead and on behalf of the Committee in all matters that may be brought before it between meetings of the Executive Committee except for removal proceedings and limitation on expenditures as may be promulgated in the Rules. Meetings of the Executive Board shall be by invitation only. Any member of the Board may extend an invitation to any member of the REC or any elected official and access to the meeting shall not be unreasonably withheld. The Chairman shall report at the next regular or special meeting of the Executive Committee the actions taken by the Executive Board.

a) Candidate Financial Support -

Requests for financial candidate support must be submitted to the Executive Board prior to the last regularly scheduled meeting of the Board prior to the candidate contribution deadline. Requests in excess of the Board spending authority must be made with sufficient time for both the Board and the REC to consider the request.

- b) The Board may establish a meeting site in a remote location from the regular county Executive Committee site where members may participate in a regular meeting by signing on to Skype.com or it's equivalent. Members may watch the meeting in progress and vote over the internet connection. All members must attend the organizational meeting in December, in person, to cast a vote. A sign-in sheet must be available and following the meeting be sent to the Executive Committee Secretary in order to qualify for completing attendance requirements.

Section 3 - Meetings

The Executive Board shall hold meetings upon the call of the Chairman. A meeting may also be called by a majority of the Executive Board members giving at least five (5) days written notice or three (3) days oral notice to the Chairman and other members of the Executive Board. Meetings may be held by electronic means. Such means may include teleconference, video conference, internet meeting and e-mail or internet messenger. The Secretary shall maintain a log or recording of such meetings. Proxy voting is not allowed under any circumstances.

Section 4 - Quorum

A quorum for conducting the business of the Executive Board shall be at least fifty (50%) percent of the members of the Board. A vote required on any question coming before the Board shall be a majority of the voting members present. A quorum for conducting business via electronic means shall be at least seventy (70%) percent of the members of the Board.

Section 5 – Settlement of Grievances

Grievances shall be settled in accordance with the RPOF Rules of Procedure. All effort to settle disputes locally shall be exercised prior to referral to the RPOF Chairman, the RPOF Grievance Committee or RPOF staff. The Executive Board shall be empowered to hear and settle disputes among members of the REC. In the event that a member or members of the Executive Board become involved in a dispute, said members shall recues themselves from the deliberations of the Executive Board on said matters.

ARTICLE VI
Meetings

Section 1 - Quorum - A quorum for conducting the Committee's business shall be forty percent (40%) of the members of the Clay County Executive Committee. At no time shall less than forty (40%) percent of the members constitute a quorum.

Section 2 - Regular - Regular meetings of the Committee shall be held in at least nine (9) calendar months or as often as determined by the Chairman.

Section 3 - Notice - Ten (10) days written notice of the time and place of any regular meeting shall be given to all members and alternates. Five (5) days written or telephoned notice shall be sufficient for a special or called meeting. Meetings should be held at a regular and consistent location conducive to the conduct of the Committee's business.

Section 4 - Presiding Officer - The presiding officer at all meetings shall be the Chairman and in his/her absence the Vice Chairman, Secretary, and Treasurer in that order, shall preside. If none of the said officers are present, the membership by a majority vote shall name the presiding officer.

Section 5 - Failure to Call a Meeting - In the event the Chairman fails to call a meeting as set forth herein or when required by particular circumstances justifying a called or special meeting, then any two (2) officers may call said meetings by written petition of at least twenty-five (25%) percent of the members directed to the Secretary and/or Vice Chairman who shall then set the time and place for the meeting sought and shall notify all members and alternates as required by this Constitution and Bylaws.

Section 6 - Non-Binding Actions - No action by any officer or member shall be binding on the Committee if said action is in violation of this Constitution and Bylaws, the State Party Constitution, Bylaws, or Rules of Procedure.

ARTICLE VII
Parliamentary Authority

The latest revision of Robert's Rules of Order, Newly Revised shall be constituted the authority governing the rules of procedure except as otherwise limited by the laws of the State of Florida, the Clay County and Florida Republican Constitutions and Bylaws and Rules of Procedure.

ARTICLE VIII
Amendments

Any amendment to these Bylaws shall be adopted by no less than two-thirds (2/3) vote of the members present and voting of the Clay County Republican Executive Committee provided that such amendment(s) shall not conflict with Florida Law, the Florida Republican Executive Committee Constitution, Bylaws, and Rules of Procedure. Any proposed amendments shall be furnished in writing to all members at least twenty (20) days prior to the meeting at which such proposed amendments are to be considered.

ARTICLE IX
Rules of Procedure

Rules of Procedure as to the establishment of an Executive Board, number of Committee meetings, and any other activities of the Committee not in conflict with Florida Law, the Florida Republican Executive Committee Constitution, Bylaws, and Rules of Procedure shall be adopted by a majority vote of the full Clay County Executive Committee.

**ARTICLE X
Dissolution**

In the event that this organization be dissolved for any reason, any remaining assets shall become the assets of the State Executive Committee of the Republican Party of Florida in accordance with governmental regulations. None of the assets shall inure to the benefit of any member of the Clay County Republican Executive Committee.

**ARTICLE XI
Party Authority**

Final authority in all Republican Party matters and in Party organization and/or government not specifically otherwise delegated by Florida statutes shall rest in the Republican State Executive Committee, but may be delegated by the Republican State Executive Committee to the Clay County Republican Executive Committee in such manner and in such Boards and/or Committees as it shall from time to time be determined by State Party Rule.

These Bylaws of the Clay County Republican Executive Committee were duly adopted by the membership of the said Committee this 28th Day of February A.D., 2011, at which time a quorum of the membership was present.

Clay County Republican Executive Committee

Attest: 

Secretary, Clay County Republican Executive Committee

Revisions: May 21, 2001
 April 26, 2004
 January 22, 2007
 February 23, 2009
 November 23, 2009
 February 28, 2011