



## **BYLAWS OF THE MACOMB COUNTY REPUBLICAN PARTY**

### **Article I – Name**

The name of this organization shall be the Macomb County Republican Party (the Party), and shall be governed by an executive committee identified as the Macomb County Republican Executive Committee.

### **Article II – Mission Statement**

It is the mission(s) of the Party to build, organize, and energize a strong Republican Party in Macomb County and to elect Republicans in Macomb County at all levels of governance.

### **Article III – Objectives**

The objectives of the Party shall be:

- A.** To promote the election of all duly-nominated Republican candidates for political offices which represent the people of Macomb County, subject to the review of the Executive Committee.
- B.** To promote the planks of the Republican Party platform as presented at the most recent Republican National Convention.
- C.** To grow the paid membership of the Party to include all those who agree with the mission statement and objectives of the Party; all those who pay dues as set forth by the Executive Committee shall be considered members in good standing.
- D.** To bring people into the Republican Party, and promote a practical means by which they may contribute to the development and betterment of the Party through service to the United States of America, the State of Michigan, and its political subdivisions.
- E.** To work in close cooperation with the Republican National Committee and the Michigan Republican State Party.
- F.** To perform all duties delegated to it by law, as prescribed by law, and other such duties not prohibited to it by law.

### **Article IV – Executive Committee**

**A.** All powers of the Party shall be vested in the Macomb County Republican Executive Committee (the Committee).

**B. The members of the Committee shall be:**

1. Statutory members: Those persons who shall have been the most recent nominees for county and state legislative offices in the fall elections of even numbered years and any Statewide or Federal Office Holder (such as Governor, Lt. Governor, Attorney General, Secretary of State, U.S. Representative, U.S. Senator, Vice President, or President) whose official residence lies within Macomb County. If there is no Republican nominee in an election cycle for an office listed, the previous nominee continues if their official residence lies within Macomb County and the district of the office they ran for. If an office is no longer elected the last nominee is no longer a statutory member of the Executive Committee at the end of their term of office.

2. Elected members: A number of persons, equal to the number of the Statutory members, which shall be elected at the Fall County convention of every even numbered year as specified in Article VI, Section B.

**C. The duties of the Committee shall be:**

1. To select the Officers of the Party.
2. To conduct, manage and supervise the affairs and business of the Party.
3. To establish general policy for the regular operation of the Party's business.
4. To vote on all matters which come before the Committee, except as otherwise provided by these bylaws.
5. To maintain membership in the party by paying annual dues which cover their entire term on the Committee.
6. To perform all duties delegated to an executive committee by law, and such other duties not prohibited by law and the bylaws of the Michigan Republican State Party.

**D. Vacancies in the Committee:**

1. If a member of the Committee misses three (3) consecutive Committee meetings, or accumulated six (6) overall absences, with or without proxies, within the two (2) year period, they have vacated their position on the Executive Committee. All Proxies attending meetings must be recommended and approved by the committee member.

2. If any elected member has their membership in the county party expire or they are not a member, the membership chair shall contact them via the email registered with the county party and make one phone call to the phone number registered with the county party to notify the elected member their membership has expired. The elected member will have 30 days to renew or become a member. If they do not, they are removed from the Executive Committee.

3. If a statutory member has their membership in the county party expire or they are not a member, the membership chair shall contact them via the email registered with the county party and make one phone call to the phone number registered with the county party to notify the statutory member their membership has expired. The statutory member will have 30 days to renew or become a member. If they do not, they lose their voting privilege on the Executive Committee but they continue to be a member of the Executive Committee. If the statutory member renews or joins the county party at a future date, they regain their voting privilege on the Executive Committee after seven days.

4. If a vacancy shall exist with an elected member of the Committee there shall be an election for the open position at the next regularly scheduled Committee meeting, provided at least a ten (10) day notice has been given that an election will take place, unless a two-thirds (2/3) majority of those present waives the notice requirement.

5. If a statutory member no longer qualifies to be a statutory member, no reduction shall be made in the number of elected members until such time that an elected member no longer qualifies to be an elected member. At no time shall additional elected members be added to the Executive Committee unless the number of elected members is less than the current number of statutory members.

**E. Responsibilities of Committee members:**

1. It is the responsibility of each Executive Committee member to notify the County Party membership chair of any change in their postal address, email address, or phone number.

#### **Article V – Officers**

**A.** The officers of the Party shall be: **Chair, Vice-Chair, Treasurer, Recording Secretary** and any such other officers that the Chair, with Executive Committee approval at the next scheduled meeting may deem necessary and proper.

**B. The duties of the Chair** shall be those provided by law and such other duties not prohibited by law as may be required by act of the Executive Committee, including but not limited to the following:

1. Be the chief executive officer and supervise the day-to-day operations of the party, including, but not limited to, hiring staff.

2. Report to the Executive Committee on the day-to-day operations of the party.

3. Serve as the chief spokesperson for the party.

4. Call and preside at all meetings of the Committee.

5. Appoint and remove committee chairmen, subject to the approval of the Executive Committee.

6. Appoint and remove regular committee members; the Executive committee can override this with a simple majority (50% +1) in attendance at the next monthly meeting.

7. Appoint other non-elected officers as deemed necessary.

8. Serve as a non-voting ex officio member of all standing and ad-hoc committees.

9. Supervise the activities of the Committee.

10. Approve official Committee correspondence.

11. Approve by submission of the Treasurer, all expenditures to be paid out of official Committee funds.

12. Present the precinct delegate apportionment which the Chair intends to submit, as required by MCL Section 168.623a, in full to the Executive Committee by the March meeting of even-numbered years.

13. Advance the effectiveness and success of the Macomb County Republican Party through communication with other groups, districts and counties.

14. Perform all other duties incidental to the office, including those prescribed under law.

**C. The duties of the Vice-Chair** shall be:

1. Preside at meetings of the Executive Committee in the absence, or at the request, of the Chair.

2. In the event a vacancy occurs in the office of Chair for whatever reason, or in the event of the Chair is unable or refuses to act, the power and duties of the Chair devolve to the Vice-Chair until a new Chair shall be elected by the Executive Committee, or until such inability shall be removed or until the Chair shall again take up the duties of his office.

3. Any other duties prescribed by the Chair.

**D. The duties of the Treasurer** shall be those provided by law and such other duties not prohibited by law as may be required by act of the Executive Committee, including but not limited to the following:

1. Collect and pay out all funds as directed by the Committee.

2. Deposit such funds in a depository approved by the Committee and shall keep accounts, and financial documents of the party, thereof open at all times to inspection by the committee and any dues paying member.

3. Render a monthly report containing a beginning balance, ending balance, and all transactions for those accounts during the preceding month, which shall be sent to the Chair, Vice-Chair, and the Finance Committee prior to the meeting.

4. Report the income and expenses for all party fundraisers.

5. Submit an annual written report at the first meeting after the end of the fiscal year; said report shall be submitted to the Chair 10 days after the end of the fiscal year. In executive board transition years, the outgoing Treasurer shall submit this report.

6. Serve as Ex officio of the finance Committee with no voting privileges.

7. File all necessary financial documents which are due during his or her term of office as prescribed by law.

8. With the written approval of the Chair all checks to be paid out of Committee funds.

9. Any other duties prescribed by the Chair.

**E. The duties of the Recording Secretary shall be:**

1. Keep accurate records of the minutes of each Committee meeting; distribute said minutes prior to the subsequent meeting, and present a paper copy of such records to each Committee member at each subsequent meeting for approval.

2. Maintain a sign-in sheet at each Committee meeting that shall be used to determine attendance.

3. Keep a current and accurate record of the members of the Committee.

4. Keep and maintain all contact lists the Committee shall see fit to maintain.

5. Distribute notice of the Committee's meetings at least ten (10) days prior to the meeting.

6. Handle the official correspondence of the Committee.

7. Issue Calls to Convention and/or Caucus as prescribed by the Chair according to the Michigan Republican State Party rules.

8. Any other duties prescribed by the Chair.

**F. Other Committees:**

Other committees, such as Youth, Membership, Corresponding Secretary and Budget may be appointed as needed by the Chair or Executive Committee (with a simple majority in attendance).

**G. Officer Vacancies:**

1. If a vacancy shall exist in the office of Chair, the Vice-Chair shall assume the office until the next regularly scheduled Committee meeting where an election shall take place, provided at least a ten (10) day notice has been given that an election will take place, unless a two-thirds (2/3) majority of those present waives the notice requirement.

2. If a vacancy shall exist in any other officer of the Committee, the Chair shall appoint a temporary replacement until the next regularly scheduled Committee meeting where an election shall take place, provided at least ten (10) days' notice has been given that an election will take place, unless a two-thirds (2/3) majority of those present waives the notice requirement.

**H.** The terms of the officers shall be for two years from January 1st of odd numbered years until December 31st of the following even numbered year.

**I.** Each officer shall turn over to his/her duly elected successor all funds, books, records, assets, and any other property pertaining to the office Ten (10) days after leaving such office. This provision shall be enforceable in a court of competent jurisdiction in equity including injunctive relief.

**Article VI – Elections**

**A.** Any member of the Executive Committee may be removed by the following:

1. A petition requesting removal must be presented to the Chair of the Committee with at least 50% +1 of the Committee's signatures. If the Chair is the subject of the request to remove, the petition must be delivered to the Recording Secretary. The Recording Secretary then must call a "Special Meeting" of the Executive Committee as soon as possible with a 10-day notice.

2. The Chair then must call a “Special Meeting” of the Executive Committee as soon as possible with a 10-day notice. The meeting notice must contain the reason for the meeting and no other business can be discussed. There will be no proxy voting at the special meeting.

3. There must be a quorum present and vote of 75% of the Macomb GOP executive committee present, not including the Statuary Members, in good standing (ref. IV B).

4. Any member of the Executive Committee can only be removed for cause, due to such willful misfeasance, bad faith, gross negligence or reckless disregard of their duties (ref IV D1).

#### **B. The statutory members of the Executive Committee**

1. The statutory members of the Committee shall serve as long as they are the most recent Republican nominee for the office they sought as determined by a primary or as long as they are a Statewide or Federal level elected official and maintain residence in Macomb County. If there is no Republican nominee for an office in an election cycle the previous nominee continues subject to the above restrictions. If an office is no longer elected the last nominee is no longer a statutory member of the Executive Committee at the end of the term of the office.

2. At such a time that the Macomb County Clerk or the Michigan Secretary of State certifies the election results for a new Republican nominee for any such office, the new nominee shall assume their position on the Committee.

#### **C. The elected members of the Executive Committee**

1. The elected members of the Committee shall be elected at the fall county convention of each even numbered year within 30 days of the November general election at a date, time and location determined by the incumbent Chair, with the proposed Convention rules to accompany the Call to Convention.

2. The terms of the elected members of the Committee shall be from the adjournment of the fall county convention in which they are elected until the adjournment of the next fall county convention where an election takes place.

#### **D. The officers of the Executive Committee**

1. The elected and statutory members of the Executive Committee shall meet within 30 days of the fall county convention to elect the officers at a time, date, and location determined by the Permanent Chair of the fall county convention. At this meeting there shall be no proxies allowed.

2. The Permanent Chair and Secretary of the fall county convention shall serve as the temporary Chair and Secretary of the election meeting for the sole purpose of conducting elections.

3. Once new officers have been elected, the outgoing officers shall give an end of term report to the Executive Committee. Following the reports, the new Chair assumes control of the meeting using an agenda of their choosing.

#### **E. Oath of Office**

1. Upon entering the Executive Committee, or upon election as an Officer, the following oath, or affirmation, shall be taken: “I do solemnly swear (or affirm) that I will to the best of my ability uphold and support the Constitutions of the United States and the State of Michigan, and the by-laws of the Macomb County Republican Party, that I take this obligation freely, without any mental reservation or purpose of evasion; and that I will faithfully discharge the duties of the office of which I am about to enter.”

### **Article VII – Meetings**

**A.** The Committee shall meet as often as deemed necessary; and all meetings shall have at least a ten (10) day notice from the Recording Secretary to the members of the Committee.

**B.** Special meetings of the Committee shall be called by the Chair or by signed petition of twenty-five percent (25%) of the Committee.

1. Notice must be given to the membership at least ten (10) days in advance of such a special meeting.
2. The notice shall contain a summary of the matters to be considered and only such matters shall be discussed.
3. Special meetings shall be conducted only if the matters to be discussed require timely resolution and cannot wait for the next regular meeting.

**C.** In order to conduct business a quorum of one-quarter (1/4) of the membership of the Committee, or their proxies, must be present.

**D.** Any member may proxy their vote at any regular or special meeting of the Committee by notifying the Chair by written notice up until one (1) hour before the posted time of the meeting they will be unable to attend. Notice shall be valid if transmitted by any method that allows for a timestamp.

**E.** The Chair shall appoint a parliamentarian to assist in the interpretation of all questions of parliamentary procedure.

**F.** If needed, in order to achieve, but not exceed, quorum, the Chair is empowered to appoint a proxy for absent Committee members.

#### **Article VIII – Committees**

**A.** The standing Committees of the Party shall be: Campaign, Precinct Delegate, Communications, Events, Conflict Resolution, Finance and Audit.

**B.** The duties of the Campaign Committee shall be:

1. Assist in candidate recruitment, at the direction of the Committee Chair.
2. Assist in precinct delegate candidates' elections.
3. Assist prospective candidates for office on what to consider when running for office and provide material and communication support if needed.
4. When a vacancy occurs on a township board involving an elected member and the board fails to make an appointment; the MCRP is required (according to PA 104 of June 16, 2022) to nominate a Republican candidate for that position. It will be the duty of this committee to select a nominee and present it to the Executive Committee at the next Executive meeting. If time does not allow, the name will be submitted to the Chair to present to the County Clerk.
5. Any other duties prescribed by the Committee Chair.

**C.** The duties of the Precinct Delegate Committee shall be:

1. Assist in candidate recruitment, at the direction of the Chair.
2. Advance precinct delegate education, training, and empowerment programs.
3. Develop training programs to educate prospective candidates for office on what to consider when running for office and educate declared candidates for office on best practices for running a successful campaign.
4. Any other duties prescribed by the Committee Chair.

**D.** The duties of the Communications Committee shall be:

1. Develop and maintain various methods of communication with the membership of the Party and the general public, including but not limited to: a newsletter, website, e-mail program, advertisements in various media, etc., as assigned by the Chair.
2. Assist the Recording Secretary in carrying out official communications.

3. Any other duties prescribed by the Committee Chair.

**E.** The duties of the Events Committee shall be:

1. Plan and execute any such events that the Chair or the Committee shall deem necessary and proper.
2. Work with the Campaign Committee to advance precinct delegate education, training, and empowerment programs.
3. Work with the Membership Chair to develop and execute membership recruitment events.
4. Any other duties prescribed by the Chair.

**F.** The duties of the Conflict Resolutions Committee shall be:

1. Work to resolve any conflict that may arise in the MCRP.
2. Work with both sides of the issue in the hope of obtaining a resolution to the dispute.
3. Decision of the committee will be presented to the Chair for review by the MCRP Officers. The Officers may present the decision to the MCRP Executive Committee for a decision.
4. Any decision made by the Conflict Resolution Committee will be non-binding. It will be used to find a peaceful solution to individual disputes.

**G.** The duties of the Finance Committee shall be:

1. Establish the accounting practices and procedures of the Party.
2. Maintain a written record of the committee's activities.
3. Any other duties prescribed by the Chair.

**H.** The duties of the Audit Committee shall be:

1. The activities of this committee shall be performed during January through April and center on the previous fiscal year as defined in section X.A.
2. Collect all income and expense information from the party treasurer and any other sources that are pertinent for the fiscal year being examined.
3. Examine the collected materials and verify that all numbers have been entered appropriately and all accounts are tabulated correctly.
4. The results of the audit committee's examinations shall be reported to the Executive Committee no later than the April meeting of the Executive Committee.

**I.** The Chair shall appoint any ad-hoc committees that the Committee shall deem necessary and proper to conducting the affairs of the Party. The terms of the ad-hoc committees shall lapse at the end of the term of the Chair who created the committee

#### **Article IX – Candidate Endorsements**

**A.** The Committee shall not endorse or oppose the candidacy of any Republican in a primary election or contested party convention race.

**B.** The Committee may issue an endorsement in a non-partisan primary or general election provided that the proposed endorsement is transmitted to the members of the Committee at least ten (10) days prior to the meeting at which the endorsement is to be considered, unless a two-thirds (2/3) majority waives the notice requirement. A two-thirds (2/3) majority must approve all endorsements.

C. An affirmative vote of three-fourths (3/4) majority of the committee of the whole may decide to get involved in an intraparty race in extraordinary circumstances provided the reasons are transmitted to the Committee prior to the meeting and the discussion takes place within executive session of the Committee.

D. Members of the Committee may formally endorse or oppose the candidacy of any Republican in a primary election, or contested party convention race, but shall make all reasonable efforts to not appear to speak for the organization, noting that nothing in this Constitution shall be interpreted to prohibit individual rights or prerogatives contrary to the Party.

#### **Article X – Finances**

A. The fiscal year of the Committee shall be from January 1 until December 31.

B. The books, records, and contracts concerning the administration and operation of the party shall be available for examination by any Committee member at convenient times, and all books and records shall be audited or reviewed by an audit committee annually.

C. Party money may be spent, directly or indirectly, on tickets to fundraisers for candidates, candidate committees, PACs or political organizations for any officer, Committee member, or member of the Macomb GOP with approval of the finance committee and consent of the committee.

D. All appropriations spent between the close of the fall county convention where the new Committee is elected, and the end of the incumbent officers' terms, shall be approved by the new Executive Committee before being spent. In the event of violation of this provision, the officers and/or Committee members responsible shall be personally liable to reimburse the party for said expenditures. Exceptions to this are any standing ongoing periodic/monthly expenses that have been authorized by the Executive Committee such as insurance and office expenses such as but not limited to rent and utilities.

E. If the Macomb County Republican Party shall dissolve, all assets and real and personal property shall revert to the Michigan Republican State Committee.

F. Any and all materials or items offered for sale or given away for contributions at any Party event shall be by and for the benefit of the Party only. Party events are defined as events sponsored by or organized by the Party. Events organized by persons who happen to be members of the Party are not considered Party events as long as the Party has no part in planning, running, or funding the event. The Party may advertise non-Party events but not endorse them.

#### **Article XI – Resolutions**

A. The Committee, by a two-thirds (2/3) vote of those present, may adopt any resolution it sees fit to express the sense of the Committee towards any issue it finds germane.

B. The petitioner shall provide the Corresponding Secretary with the proposed resolution prior to the notice requirement and shall bring a copy for every Executive Committee member of the resolution to the meeting it is to be considered.

C. The Corresponding Secretary shall notify all members at least ten (10) days prior to any meeting of any resolutions to be considered at a meeting as part of the meeting notice.

D. The ten (10) day notice requirement may be waived by an affirmative vote of two-thirds (2/3) of the Committee present at the meeting where consideration is being requested.

#### **Article XII – Parliamentary**



Robert's Rules of Order, newly revised, shall be the parliamentary authority for the Macomb GOP Committee when they do not conflict with these bylaws and any standing rules the Committee sees fit to adopt.

**Article XIII – Amendments**

**A.** The text of any proposed amendment(s) must be presented at a regular meeting of the Macomb GOP Committee for a first reading.

**B.** The amendment(s) will be considered at the next meeting of the Committee after presentation.

**C.** A vote of two-thirds (2/3) of the Committee present is necessary for adoption of any amendment.

Approved as amended May 2, 2013

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