

# BYLAWS OF THE REPUBLICAN PARTY OF MIAMI COUNTY, OHIO

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## PREAMBLE

*The Republican Central Committee of Miami County, Ohio, duly elected by the members of the Republican Party of Miami County in accordance with the statutes of the State of Ohio, does hereby make, ordain and establish these Bylaws of the Republican Party of Miami County.*

## ARTICLE I PURPOSES; PLEDGE; ORGANIZATION

**SECTION 1: PURPOSES.** The purposes of the Republican Party of Miami County shall be to secure the most capable, honest, and forward-looking administration for the government of the nation, state, county, township and municipalities, and in accordance with the principles of the Republican Party, continually assist in advancing and achieving the common welfare and the benefits of liberty and justice for ourselves and our posterity.

**SECTION 2: PLEDGE.** The members of the Miami County Republican Party Central Committee pledge themselves to support the principals espoused in the Republican Platform as adopted by the delegates to the most recent quadrennial Republican National Convention and to assist in achieving the purposes of the Republican Party of Miami County described in this Article.

**SECTION 3: GOVERNING BODIES.** The Republican Party of Miami County shall consist of a Central Committee, an Executive Committee, and such subcommittees as the Central or Executive Committees shall from time to time establish.

**SECTION 4: NO IMPLIED POWER.** No officer or member of the Miami County Central or Executive Committees shall have implied power to bind the Miami County Republican Party or any committee thereof by any financial contract or obligation.

## **ARTICLE II CENTRAL COMMITTEE**

### **SECTION 1: COMPOSITION OF THE CENTRAL COMMITTEE.**

**A. Member By Election:** The Republican Party of Miami County Central Committee (“Central Committee”) shall consist of one member from each election precinct in Miami County in accordance with the statutes of the State of Ohio. Each member of the Central Committee shall be a member of the Republican Party and a resident of the precinct which he or she represents, elected by direct vote of the members of the Republican Party of the member’s precinct in accordance with the statutes of the State of Ohio.

**B. Elected Term:** Members of the Central Committee shall be elected for terms of four years and serve until a successor is elected and qualified in accordance with the statutes of the State of Ohio.

**C. Vacant Precincts After Election:** Any precinct left vacant after the election referenced above, will be filled by a resident of the precinct in question, and only after approval by a majority vote of the members of the Central Committee. As a matter of Constitutional, statutory and case law, no member can be appointed to the Central Committee who does not live in the precinct sought to be appointed.

**SECTION 2: CENTRAL COMMITTEE ORGANIZATIONAL MEETING.** Not earlier than six nor later than fifteen days after the certification of the election of members of the Central Committee, the members shall meet and organize. Notices giving the place and time of such meeting shall be sent to each member-elect by the retiring Secretary of the Central Committee, and a copy of the notice shall be posted in the office of the Board of Elections at least ten 10 days prior to any such meeting. The notice of said meeting shall be sent by email and ordinary U.S. Mail to the members of the Committee at least 10 days in advance of the day of the meeting. The meeting shall be called to order by the retiring Central Committee Chairman or Secretary, or, if there is no such officer present, then by a member of such Committee designated by the Republican members of the Board of Elections. A temporary Chairman and Secretary shall be chosen and the Central Committee shall proceed to organize by the election of its officers, committees, and Executive Committee Chairman, all of whom shall serve at the pleasure of the Central Committee, or until their successors are elected and qualified in accordance with this and the laws of the State of Ohio. The Central Committee shall have the power to fill vacancies in such offices and that of the Executive Committee Chairman. All votes of the Central Committee shall be by standing vote, excepting the elections of its Officers and the Officers of the Executive Committee, which, in the event there is more than one nominee or candidate, shall be by secret ballot.

**SECTION 3: MEETINGS.** Following the Organizational Meeting, the Central Committee shall meet as necessary and in any manner necessary (to include but not limited to, in person meetings or electronic meetings) to carry out any business brought before it by the Chairman or by a majority vote of the Executive Committee. Written notice of such meetings, setting forth the purpose thereof, shall be sent by email and ordinary U.S. Mail to the members of

the Committee at least 10 days in advance of the day of the meeting. A quorum at any meeting of the Central Committee shall consist of a simple majority the Committee's membership.

#### **SECTION 4: MANAGEMENT AND DELEGATION OF RESPONSIBILITIES.**

Between meetings of the Central Committee, the Executive Committee shall have and exercise all powers of the Central Committee, including but not limited to: managing the affairs of the Republican Party in Miami County, Ohio and its day-to-day operations; directing the general policy of the Party organization; directing and conducting campaign activities; designating a Finance Committee, which shall be its principal fund-raising adjunct; designating such additional political and fund-raising auxiliaries and such candidate supporting entities as it may from time to time choose; promoting the best interests of the Party; and performing all duties by law or custom required of it.

**SECTION 5: VACANCIES OF CANDIDATES AND OFFICEHOLDERS.** The Central Committee is authorized to fill any vacancy created by the death or withdrawal prior to a general election of a person nominated as a Republican candidate, and to fill any vacancy created by the death, prior to a primary election, of a person for nomination as the Republican candidate, and to select a person as the Republican Party candidate for an unexpired term upon the death or resignation of the incumbent officeholder, all pursuant to Sections 3513.30 and 3513.31 of the Ohio Revised Code, as the same may hereafter be amended or recodified. The Central Committee shall also fill any vacancy in the office of County Commissioner, Prosecuting Attorney, County Auditor, County Treasurer, Clerk of the Court of Common Pleas, Sheriff, County Recorder, County Engineer, or Coroner as provided in Section 305.02 of the Ohio Revised Code as well as make any recommendations to the Governor relative to filling any vacancy in the office of Judge pursuant to Article IV, Section 13, of the Ohio Constitution.

**SECTION 6: SUBCOMMITTEES.** The Chairman of the Executive Committee and/or Chairman of the Central Committee may appoint special or *ad hoc* subcommittees as needed.

### **ARTICLE III CENTRAL COMMITTEE OFFICERS**

**SECTION 1: QUALIFICATIONS.** All officers of the Central Committee must be a member of the Central Committee. No person shall hold more than one office of the Central Committee.

**SECTION 2: CHAIRMAN.** The Chairman of the Central Committee shall maintain and direct the operations of the local party and its headquarters in cooperation with the Executive Committee. The Chairman shall perform all of his/her other duties prescribed by statute, these Bylaws or usually exercised by a Chairman, not inconsistent with these Bylaws. In the event of a vacancy in the office of Chairman, the Secretary shall call a meeting of the Central Committee for the purpose of electing a new Chairman. A vacancy will be deemed to occur in the office of the Chairman when the Chairman dies, resigns, is removed, loses his/her status as a member of the Central Committee, or is otherwise unable to fulfill his/her duties.

**SECTION 3: VICE CHAIRMAN.** The Vice Chairman shall perform the duties of the Chairman in the Chairman's absence, death, removal from office, resignation, removal from committee membership, or inability to act. The Vice Chairman shall continue to act until the return of the Chairman or, if required, until a new Chairman is elected and qualified.

**SECTION 4: SERGEANT AT ARMS.** The Sergeant at Arms is responsible to keep order at the meetings. If any committee member(s) or meeting attendee(s) are disruptive, the Sergeant at Arms may warn them that continued disruption may result in their removal from the meeting. In the event that the disruption persists after warning, the Executive Chairman and/or Central Committee Chairman may call for a motion to remove the disruptive committee member(s) or meeting attendee(s). A motion to remove is not open for discussion or debate by the Central Committee, however, the disruptive committee member(s) or meeting attendee(s) shall be permitted to give a brief statement as to why he/she should not be removed. If a motion to remove is passed by a majority of the committee members in attendance, the disruptive committee member(s) or meeting attendee(s) shall be removed from the meeting by the Sergeant at Arms. The Sergeant at Arms' duties may also include other administrative tasks when needed and as directed by the Executive Chairman and/or Central Committee Chairman.

**SECTION 5: NO COMPENSATION.** No officer shall at any time, use his/her official position for private or personal financial gain.

**SECTION 6: REMOVAL.** Any officer of the Central Committee may be removed by the affirmative vote of at least two-thirds of the members present at a regular meeting of the Central Committee or a special meeting called for such purpose; provided a quorum is present.

## **ARTICLE IV EXECUTIVE COMMITTEE**

**SECTION 1: COMPOSITION OF THE EXECUTIVE COMMITTEE.** The Executive Committee shall consist of the following members, each of whom shall be registered Republican residents of Miami County and shall pledge themselves to support the principals espoused in the Republican Platform as adopted by the delegates to the most recent quadrennial Republican National Convention and to assist in achieving the purposes of the Republican Party of Miami County described in Article I above:

**SECTION 2: CHAIRMAN.** A Chairman to be elected by the members of the Central Committee from the Miami County Republican Party.

**SECTION 3: VICE CHAIRMAN.** A Vice Chairman to be elected by the members of the Central Committee from the Miami County Republican Party.

**SECTION 4: CHAIRPERSON.** A woman Chairperson to be elected by the members of the Central Committee from the Miami County Republican Party.

**SECTION 5: SECRETARY.** A Secretary to be elected by the members of the Central

Committee from the Miami County Republican Party.

**SECTION 6: TREASURER.** A Treasurer to be elected by the members of the Central Committee from the Miami County Republican Party.

**SECTION 7: CENTRAL COMMITTEE CHAIRMAN AND VICE CHAIRMAN.** The Chairman and Vice Chairman of the Central Committee shall be members *ex officio*.

**SECTION 8: PRESENTLY ELECTED OFFICIALS.** All Republican residents of Miami County presently holding any federal, state, county or municipal public office ordinarily filled, or nominated, as the result of a partisan election, whether said person was elected or appointed to such office, shall be members *ex officio*.

**SECTION 9: FORMERLY ELECTED OFFICIALS.** All Republican residents of Miami County formerly holding any federal, state, county or municipal public office ordinarily filled, or nominated, as the result of a partisan election, whether said person was elected or appointed to such office, shall be non-voting members *ex officio*.

**SECTION 10: AT LARGE EXECUTIVE COMMITTEE MEMBERS.** The Executive Committee shall have authority to appoint a maximum of Fifteen Republican residents of Miami County as non-voting At Large Executive Committee Members. These Members shall consist of one from each of the Cities of Piqua, Tipp City and Troy and one each from the Townships of Bethel, Brown, Concord, Elizabeth, Lostcreek, Monroe, Newberry, Newton, Springcreek, Staunton, Union, and Washington.

**SECTION 11: CERTIFICATION OF REPRESENTATIVES TO THE EXECUTIVE COMMITTEE.** The election of members to serve on the Executive Committee as provided in Article IV, Section 1-8 shall be made by those Central Committee members present at the organizational meeting described in Article II, Section 2. The election results shall be certified in writing to the Secretary of the Central Committee, signed by a majority of the members of each electing group, or where designated by the Chairman of the Central Committee, by such Chairman. The Secretary of the Central Committee shall provide a list of such representatives, or copies of all such certifications, to the Chairman of the Executive Committee.

**SECTION 12: ORGANIZATIONAL MEETING OF THE EXECUTIVE COMMITTEE.** Within two (2) weeks following the election of the members to serve on the Executive Committee as provided in Article IV, Section 1-9, the newly elected Chairman of the Executive Committee shall call a meeting of the new Executive Committee to organize. A quorum at any meeting of the Executive Committee shall consist of a simple majority the Committee's officers.

**SECTION 13: MEETINGS OF THE EXECUTIVE COMMITTEE.** There shall be meetings of the Executive Committee to be held at a time selected by the Executive Committee when deemed necessary. The Executive Committee may, by affirmative majority vote, change the date, time, or location of any regular scheduled meeting, or dispense with same. Special meetings

may be held upon the call of the Executive Committee Chairman or a majority of the voting membership of the Executive Committee. Only those matters on the agenda in the notice of the special meeting shall be considered and voted upon. A simple majority of the Executive Committee officers shall constitute a quorum and shall have the power to transact Committee business at any regular or special meeting.

**SECTION 14: ACTION WITHOUT A MEETING.** If the Executive Committee Chairman deems a need for immediate action upon any matter which may otherwise be taken at a meeting of the Executive Committee, the same may be taken without a meeting upon the attainment of a signed resolution from the officers of the Executive Committee and their assent to its passage evidenced by their signatures affixed thereto.

**SECTION 15: DUTIES OF EXECUTIVE COMMITTEE; STANDING COMMITTEES.** After the election of the Executive Committee, except as otherwise directed by the Central Committee, the Executive Committee shall have and exercise in cooperation with the Chairman of the Central Committee all powers of the Republican Party of Miami County in the intervals between meetings of the Central Committee. The Chairman of the Executive Committee shall appoint the following subcommittees:

**A. Budget and Finance.** The Budget and Finance subcommittee shall conduct fund raising campaigns and provide for the ways and means to finance party activities. It shall not spend any funds, however, except those authorized by the Chairman of the Executive Committee with the approval of the Executive Committee officers. The Budget and Finance subcommittee shall consist of the Chairman of the Central Committee, the Chairman of the Executive Committee, the Vice Chairman of the Central Committee, the Secretary of the Executive Committee and the Treasurer of the Executive Committee.

**B. Audit.** The Audit subcommittee shall conduct audits of the finances and all accounts of the County Central and Executive Committees. Such audits shall be conducted annually prior to the first day of December in each year. In addition thereto, an audit shall be conducted at any time the person holding the office of Treasurer of the Executive Committee changes due to election or interim vacancy and prior to the assumption of duties by the successor Treasurer. Additional audits may be conducted at any other times as may be directed by the Executive Committee. The Audit subcommittee shall consist of three (3) persons to be appointed by the Chairman of the Executive Committee. Members of the Audit subcommittee need not be members of the Central or Executive Committees.

**C. Additional Committees.** In addition to the above referenced standing subcommittees, the Executive Committee Chairman or the Executive Committee may appoint special or *ad hoc* subcommittees as needed.

**SECTION 16: REMOVAL.** Any elected or appointed member or officer of the Executive Committee may be removed from membership in the Executive Committee, and/or his or her office therein, by the affirmative vote of at least two-thirds of the entire membership of the body originally electing or appointing such person as a member or the Executive Committee or to an office thereof.

*Ex Officio* members of the Executive Committee shall be removed automatically upon his/her failure to maintain the office by which he/she became a member.

**SECTION 17: EXECUTIVE COMMITTEE VACANCIES.** Vacancies on the Executive Committee shall be filled by the person or body originally appointing the vacant member as provided in Article IV. The Chairman of the Central Committee shall have power to temporarily fill vacancies in the Executive Committee of those members elected thereto as provided in Article IV, Section 1-9 until the next meeting of the Central Committee at which vacancies among the members elected from the townships and municipal districts shall be filled.

**SECTION 18: RECOMMENDATION FOR APPOINTMENT OF MEMBERS OF BOARD OF ELECTIONS.** Not more than sixty (60) and not less than fifteen (15) days prior to the expiration date of the term of office of a member of the Board of Elections; or within fifteen (15) days after a vacancy occurs in the Board of Elections, the Executive Committee shall convene a meeting for the purpose of selecting and filing a recommendation with the Secretary of State for the appointment of a qualified elector to serve on the Miami County Board of Elections. All members of the Executive Committee shall be notified by email and First Class United States mail at least ten (10) days prior to the meeting for such recommendation and notified of the purpose of the meeting. All other provisions of these Bylaws relative to the conduct of the meetings of the Executive Committee notwithstanding, a quorum of the Executive Committee at a meeting called for such purpose shall consist of a simple majority of all voting members of the Executive Committee that are present at the meeting. The results of the vote shall be certified to the Ohio Secretary of State immediately and signed by the Chairman and Secretary of the Executive Committee.

## **ARTICLE V EXECUTIVE COMMITTEE OFFICERS**

**SECTION 1: LIMITATION.** No person shall hold more than one office of the Executive Committee.

**SECTION 2: CHAIRMAN.** The Chairman of the Executive Committee shall be the designated representative of the Miami County Republican Party to the Ohio Republican Party. The Chairman of the Executive Committee shall call all meetings necessary to transact the business of the Executive Committee, and preside thereat, and administer the affairs of the committee. The Chairman shall perform all other duties prescribed by statute, these Bylaws or usually exercised by a Chairman not inconsistent with these Bylaws.

**SECTION 3: VICE CHAIRMAN.** The Vice Chairman shall perform the duties of the Chairman in the Chairman's absence, death, removal from office, resignation, removal from committee membership, or inability to act. The Vice Chairman shall continue to act until the return of the Chairman or, if required, until a new Chairman is elected and qualified. The Vice Chairman shall act as program coordinator of the Central and Executive Committees, cooperating with other recognized clubs in the county and state to ensure smooth program operations throughout the county.



**SECTION 4: CHAIRPERSON.** The Chairperson shall be a woman and shall perform the duties of the Vice Chairman in the Vice Chairman's absence, death, removal from office, resignation, removal from committee membership, or inability to act. The Chairperson shall continue to act until the return of the Vice Chairman or, if required, until a new Vice Chairman is elected and qualified.

**SECTION 5: SECRETARY.** The Secretary of the Executive Committee shall also serve as the Secretary of the Central Committee. The Secretary shall keep the minutes of all meetings and shall keep and be the custodian of the permanent books and records of the Central Committee except financial records. The Secretary shall deliver to his/her successor all minutes, books, records, and other instruments of writing belonging to the office.

**SECTION 6: TREASURER.** The Treasurer of the Executive Committee shall also serve as the Treasurer of the Central Committee. The Treasurer shall receive all funds belonging to the Executive Committee and Central Committee, keep proper books of account on all moneys received and paid out of all accounts. The Treasurer shall be fully accountable to the Executive Committee and Central Committee for all acts and doings as Treasurer. The Treasurer shall deliver to his/her successor all ledgers, checkbooks, reports, records, and other instruments of writing belonging to the office.

**SECTION 7: NO COMPENSATION.** No officer shall at any time, use his/her official position for private or personal financial gain.

## **ARTICLE VI NOTICES AND RULES OF ORDER**

Except as otherwise specifically provided herein, all written notices required herein may be given by setting forth the purpose thereof, and shall be sent by email and ordinary U.S. Mail to the members at least ten days prior to the meeting or other action for which the notice is provided. The proceedings of all meetings of the Central and Executive Committees shall be in accordance with the most current edition of Robert's Rules of Order herein. All meetings of the Central and Executive Committees shall be opened with the Pledge of Allegiance and may be followed with prayer.

## **ARTICLE VII AMENDMENTS**

These Bylaws may only be amended at a special meeting of the Central Committee by the vote of two-thirds of all of the members of the Committee. A copy of these Bylaws and any amendments thereto shall be filed with the Secretary of State within thirty days after adoption.

*Adopted August 25, 2020*