

# Clatsop County Republican Central Committee Bylaws

Adopted November 15, 2020

Amended 5-17-2022 Highlighted in Yellow

## ARTICLE I – GENERAL

- A. The purpose of the Clatsop County Republican Central Committee ((hereinafter referred to as the Clatsop GOP) shall be to transform the state and national platforms into public policy by:
1. Electing Republicans to office who best support the party platforms and best represent the Republican Party in their respective districts.
  2. Educating legislators and the public regarding platform principles and articulating why Republican ideology is superior for individuals, families, communities, and our nation.
  3. Becoming a recognized and valued member of our community.
  4. Building strong relationships with Republican legislators.
- B. These Bylaws shall become effective upon adoption and govern the Clatsop GOP.
- C. These Bylaws automatically renew after the biennial organization meeting unless amended at that time.

## ARTICLE II - MEMBERSHIP AND PARTICIPATION IN MEETINGS

- A. As used hereinafter in these Bylaws, unless the text clearly indicates otherwise, the term “committeeperson” shall mean either “committeeman” or “committeewoman”.
1. The membership of the Clatsop GOP, shall consist of All Republican precinct committeepersons of Clatsop County who have been duly elected.
  2. All Republican precinct committeepersons of Clatsop County who have been appointed.
  3. The four elected officers.
  4. The elected Delegate(s).
  5. The elected Alternate Delegate(s).
- B. Each committeeperson, whether elected or appointed, shall be entitled to participate in the debate and voting at each meeting of the Central Committee.
1. Only duly elected precinct committeepersons shall be entitled to vote in the election of state convention delegates at a meeting called for such purpose following a Presidential primary, and in the election of the officers described in Article V, at the Biennial Organizational Meeting, except that:
  2. For the purpose of Section above, “duly elected precinct committeepersons” shall include those precinct committeepersons who:
    - a. Were duly elected at the most recent Primary election.
    - b. Were appointed as a precinct committeeperson in their precinct.
  3. All duly elected and appointed committeepersons may vote in an election to fill a vacancy in the offices described in Article V.
  4. Proxies shall in no instance be permitted at any meeting of the Central Committee.

## ARTICLE III - TERM OF OFFICE

The term of office of a precinct committeeperson is from the 24th day after the date of the Primary election until the 24th day after the date of the next following primary election. Committeepersons appointed to fill vacancies by the Central Committee shall serve at the pleasure of the Committee and may be removed at any time. The term of office for elected officers shall be as prescribed in Article V.

## ARTICLE IV – MEETINGS

- A. The BIENNIAL ORGANIZATIONAL MEETING of the Clatsop GOP shall be held every even numbered year no earlier than the day after the General Election, and no later than November 25th.

- B. In the event that the Clatsop GOP fails to organize, the Chair of the Oregon Republican Party (ORP) may appoint a temporary County Chair for the purpose of calling an organizational meeting within 60 days of his or her initial appointment. Until officers and delegates are duly elected, but in no event for a period which exceeds 60 days, the temporary Chair may represent the County Central Committee as a temporary delegate to the State Central Committee.
- C. REGULAR MEETINGS of the Central Committee shall be called at least three (3) times a year.
- D. A PETITIONED MEETING shall be called by the Secretary upon receipt of a petition signed by at least 25% (percent) of the precinct committeepersons then comprising the Central Committee, established from a certified list of precinct committeepersons from the county Department of Elections. The petition shall name the Chief Petitioner, state the date and place of the meeting and the purpose for which the meeting is to be held. The petition must be filed with the Secretary at least 21 days prior to the date specified for the meeting. After receiving such a petition, the Secretary shall promptly make the necessary arrangement and send the required notices once all meeting place and notice expenses are paid in full by the Chief Petitioner in advance. The names of the Chief Petitioner and a list of all petition signers shall be included with the notice.
- E. A SPECIAL ELECTION MEETING shall be one called by the Executive Committee for the purpose of filling a vacancy as prescribed in these Bylaws. (See Article V, Section F.)
- F. NOTICES
  1. All meeting notices shall specify time, place, and date of the meetings, and shall be given at least 10 days, and not more than 30 days, prior to the meeting. Failure to give the required notice of the meeting shall invalidate the business of the meeting.
  2. For the organizational meeting, the retiring County Chair shall prepare a notice designating the time, date, and place of the organizational meeting. The retiring Chair shall obtain from the County Clerk the official roll of the Central Committee and shall oversee the sending of the above notice such as to assure that said notice is sent to all duly elected and certified committeepersons.
  3. Notice of the organizational meeting must be mailed via US Mail to all certified Republican precinct committeepersons elected during the primary election of that year pursuant to county rule. A copy of the notice also shall be sent to the ORP no later than 10 days prior to the date of the meeting.
  4. In the case of multiple precinct committeepersons residing at the same address, only one copy of the mailing need be sent, provided all recipient names appear with the address.
  5. All other central committee meeting notices shall be sent by electronic delivery in accordance with the procedures established by the executive committee. The executive committee shall establish other delivery options and make them available upon request. US Mail (first class) shall always be an available option.
  6. This entire section applies only to official Clatsop GOP meeting notices.
- G. QUORUM - For Clatsop GOP meetings, a quorum shall consist of 25% of its members, except that a specific number for a quorum may be provided in Special Rules adopted to govern a particular meeting or required by other Articles of these Bylaws.

## ARTICLE V - OFFICERS AND DELEGATES

- A. There shall be four elected officers of the Central Committee: Chair, Vice Chair, Secretary, and Treasurer.
- B. The Chair and Vice Chair shall be first and second delegates respectively to the ORP Central Committee. The Clatsop GOP shall also elect other required delegates to the State Central Committee, as designated by the Bylaws of the ORP. Alternate delegates shall be elected in number equal to the total number of delegates. Alternates shall have priority according to the highest number of votes received.
- C. The Clatsop GOP shall elect at a meeting called for such purpose the number of delegates required for the State Convention by statute or rules adopted by the ORP.

- D. **QUALIFICATIONS FOR OFFICERS** - Any registered Republican residing in Clatsop County shall be eligible to hold office in the Central Committee.
- E. **TERM OF OFFICE**
  - 1. The elective term of office for officers specified in this Article shall be for approximately two years, commencing with the Biennial Organizational Meeting and continuing until their successors are duly elected at the next following Biennial Organizational Meeting or until the time period for organization as specified in ORP Bylaws has expired. The term of any office shall automatically become vacant when he or she files as a candidate, or files a Political Action Committee, to run for any salaried partisan elective office.
  - 2. Persons elected to fill a vacancy shall be elected to complete the unexpired term of office.
- F. **VACANCIES IN OFFICE**
  - 1. If any of the four offices specified in Section A of this Article becomes vacant because of death, resignation or otherwise, or remains vacant after the election meeting, it shall be the duty of the Executive Committee to select one of its members as a "Temporary Officer" to perform the duties of the office until a successor is duly elected. The Executive Committee shall promptly notify the membership of the vacancy and the action taken.
  - 2. Except as provided in subsection 3 of this Section, it shall be the duty of the Executive Committee to set a date for the election meeting and to direct the Secretary (or Temporary Secretary) to send the required notices. No person shall be elected to fill a vacancy in office unless notices of the election meeting shall have been sent to the membership at least 10 days prior to the meeting.
  - 3. If a vacancy occurs within two months of the date when a meeting is required by Oregon law or under the provisions of these Bylaws, the Executive Committee may suspend calling an election meeting until the next regular meeting.
  - 4. If any officer is recalled as provided in Section G of this Article, the Central Committee may proceed immediately to the election of a person to fill the office.
- G. If a vacancy occurs in any of the positions specified in Section B of this Article, the Central Committee shall fill such vacancy.
- H. **RECALL OF OFFICERS** - At any duly called PETITIONED MEETING, any one or all of the elected officers of the Central Committee may be recalled by a majority vote of the members present, providing the petition prescribed in Section C of Article IV of these Bylaws, states the name or names of the officers to be recalled and the reason for the recall.
- I. Any nominee for an office must be present and willing to serve or must submit written notification that they are willing to serve.

**ARTICLE VI - RESIGNATIONS AND VACANCIES**

- A. **RESIGNATIONS** - Committeepersons who desire to resign their position on the Central Committee shall submit their resignation in writing to the Director of Elections in Clatsop County, and to the Secretary. Letters of resignation should clearly state the intention. Members of the Executive Committee should submit their resignations in writing to the County Chair. Oral or third-party resignations are not valid. When a precinct committee person no longer qualifies, the Executive Committee shall notify the County Clerk.
- B. **VACANCIES - PRECINCT COMMITTEEPERSON** vacancies may be filled by the Clatsop GOP; this power may be delegated to the Executive Committee by the Clatsop GOP, but the Clatsop
- C. GOP also retains this power.

**ARTICLE VIII - THE EXECUTIVE COMMITTEE**

- A. The Executive Committee shall consist of the County Chair, who shall be the Chair of the Executive Committee, the County Vice-Chair, the Secretary, the Treasurer, the Delegates described in Article V, Section B hereof (to the extent that they are not otherwise voting members of the Executive Committee), appointed standing committee

chairs (voting members,) and appointed ad hoc committee chairs (non-voting members) to be appointed by the County Chair.

- B. The standing committees will be as follows: Voter Registration, PCP, and Community Engagement. The County Chair shall appoint the Chair of the standing committees only with the consent of a majority of the Clatsop GOP Executive Committee. Appointed standing and ad hoc committee chairs shall serve at the pleasure of the County Chair and their membership on the Executive Committee shall automatically expire at the conclusion of the term of office of the Chair who appoints them. At no point shall the Clatsop GOP Executive Committee have more appointed voting members than elected voting members.
- C. Alternate Delegates to the ORP Central Committee shall be seated during County Executive Committee meetings to replace Delegates unable to attend, in an order consistent with the number of votes received. These shall be accorded the same privileges as those of Delegates during the meeting and are considered when determined quorum. No proxies will be allowed.
- D. QUORUM - A quorum shall consist of a majority of the membership of the Executive Committee.
- E. The Executive Committee shall meet at least once every three months upon call of the Chair, and at such other times as the Executive Committee may decide, or upon petition of five members. The Executive Committee shall organize and function in a manner that best suits its needs, provided that it complies with these Bylaws and other governance documents and statutes.
- F. During the intervals between meetings of the Clatsop GOP Central Committee, the Executive Committee shall carry on the business of the Central Committee, as directed by the Central Committee or by the provisions of these Bylaws. It shall possess and may exercise all of the powers of the Central Committee, except powers and duties that are reserved specifically to the Central Committee by these Bylaws and other governance documents and statutes, or by Central Committee action.
- G. Any Executive Committee Member elected or appointed, who endorses, encourages or aids a non-Republican candidate in a partisan race for elective office when a duly nominated Republican appears on the ballot, shall be considered to have abrogated their right to hold this position, and may be removed from office by the following procedure.
  - 1. Upon submission of evidence of the member's actions as described above, the member may be removed from office by a majority vote of the Executive Committee during a meeting at which a quorum is present. The member shall be notified of such meeting and shall be permitted to present a rebuttal to the charges.
  - 2. The member may appeal removal at the next Central Committee meeting for which there is time for notice as required in Article IV, Section E. Notice of this appeal shall be included in the meeting notice.
- H. The Executive Committee may draft Standing Rules that are consistent with the Bylaws for the purpose of facilitating the business of the Clatsop GOP.
- I. The Treasurer shall make all filings available to the Executive Committee at the next meeting following the filing date with the Oregon Secretary of State.
- J. Subject to the availability of funds, the Executive Committee may authorize payment of up to \$500 of civil fines assessed to the Treasurer by the Oregon Secretary of State, provided that the fines are not a result of intentional misconduct or late filing. Amounts in excess of \$500 must be approved by the Central Committee.

#### **ARTICLE IX - POWERS AND DUTIES OF COUNTY CHAIR**

- A. Immediately upon assuming office, the Chair shall become familiar with all statutes that may be applicable to Party Organization. The Chair shall be responsible to see that the Treasurer complies with and all other appropriate regulations and instructions.
  - 1. Notice to the ORP Central Committee - within two business days of the county organizational meeting, the

newly elected Chair shall cause notice to be provided in writing, of the names of each delegate and alternate delegate to the ORP Central Committee. The County Central Committee must also provide a current copy of all county Bylaws and rules to the State Central Committee no later than November 30 of each even-numbered year.

2. Notice to County Clerk - Within two business days of election, the newly elected Chair of the County shall cause a notice to be provided to the County Clerk's office designating the newly elected County Chairperson as the official authorized to communicate with and receive notices from the County Clerk on behalf of the Party affiliated within the County.
  3. Notice to Secretary of State - Within two business days of election, the newly elected Chairperson of the County Central Committee shall cause all appropriate forms to be filed with the Secretary of State's office which will provide adequate notice to that office of the change in party leadership and which will officially transfer responsibility for Contribution and Expense reporting to the new officers.
  4. Transfer of Property - At the organizational meeting of the newly elected County Central Committee the officers of the retiring County Central Committee shall make available to the newly elected committee the property, records, and funds owned or controlled by the retiring committee.
- B. Subject to the control of the Central Committee and the Executive Committee, the Chair shall have general charge of the affairs of the Central Committee and the Republican Party in Clatsop County. The Chair shall supervise and direct all officers and employees (if any) of the Central Committee.
- C. The Chair shall call meetings as prescribed in these Bylaws and at such other times as it appears advisable. At each Central Committee meeting, a complete report of the Chair's activities and the action of the Executive Committee shall be made available.
- D. At least once a year, the Chair shall appoint an auditing committee of three members, who shall examine all financial records. This committee shall report its findings as to whether or not the records are correct and complete to the Executive Committee.

The Chair shall be a delegate to the ORP Central Committee. If unable to participate, the appropriate alternate shall be notified. If no alternate is able to attend, then the Chair shall appoint a member of the Central Committee as proxy.

#### **ARTICLE X - POWERS AND DUTIES OF THE COUNTY VICE CHAIR**

- A. The Vice Chair shall have such powers and perform such duties as may be assigned from time to time by the Central Committee, Executive Committee or the Chair. In the absence or incapacity of the Chair, the Vice Chair shall assume all of the powers and duties granted to the Chair in these Bylaws.
- B. If the office of Chair becomes vacant for any reason, the Vice Chair shall immediately call a meeting of the Executive Committee, as required by Article V, Section F.
- C. The Vice Chair shall be a delegate to the State Central Committee. If unable to participate, the Vice Chair shall notify the appropriate alternate member. If no alternate is able to attend, then the Vice Chair shall appoint a member of the Central Committee as proxy.

#### **ARTICLE XI - POWERS AND DUTIES OF COUNTY SECRETARY**

- A. The Secretary shall be responsible for keeping the minutes of all meetings of the Central Committee and Executive Committee. These minutes shall be kept in duplicate form, with the original filed at Party headquarters within ten days after each meeting. The duplicate shall be kept at the residence of the Secretary. If the party has no headquarters, the originals shall be kept by the Secretary and a duplicate copy mailed to the County Chair.
- B. The Secretary shall be responsible for the giving of all notices prescribed by the Central Committee, Executive Committee and the County Chair, or when required by law or these Bylaws. The notices shall be by mail when required.

- C. The Secretary shall be responsible for notifying all elected Republican officials and candidates of Clatsop County of all Clatsop GOP Central Committee meetings.
- D. The Secretary shall be responsible for notifying the County Clerk in Clatsop County of all resignations of members of the Central Committee.
- E. The Secretary shall be responsible for keeping an up-to-date roster of the Central Committee. This roster shall be in duplicate, the original copy to be on file at the headquarters office and the duplicate with the Secretary.
- F. The Secretary shall be responsible for securing an official roster from the County Director of Elections prior to every Central Committee meeting if there is to be an election.
- G. The Secretary shall be responsible for making these Bylaws are available to all precinct committeepersons by ensuring posting on the Clatsop GOP website.
- H. The Secretary shall be authorized to write checks on the Party's checking account in the absence or incapacity of the Treasurer.

**ARTICLE XII - POWERS AND DUTIES OF THE TREASURER**

- A. Upon assuming office, the Treasurer shall become familiar with all laws applicable to the position.
- B. The Treasurer shall act as the fiscal agent of the Clatsop GOP Central Committee for the receipt and disbursement of its funds and shall maintain adequate records as prescribed. These records shall be kept at Party Headquarters, and the Treasurer's residence, except that if the Party has no headquarters, the records shall be kept at a place designated by the Chair.
- C. The Treasurer shall see that the Daily Journal of Receipts is properly maintained and shall pay all bills promptly when directed to do so by competent authority. In case of doubt as to the authority for paying a bill, The Treasurer may require a written order from the Chair.
- D. The Treasurer shall make a written report to all Central and Executive Committee meetings.
- E. The Treasurer shall appoint and serve as Chair of the Budget Committee which shall submit a budget for the following calendar year to the Executive Committee for adoption.
- F. The Treasurer shall make the final financial report as prescribed in Article XVIII.

**ARTICLE XIII - POWERS AND DUTIES OF DELEGATES**

- A. Delegates shall attend meetings of the State Central Committee. If unable to participate in a State meeting, a delegate shall notify the County Chair who shall notify the appropriate alternate delegate or assist the delegate in obtaining a proxy for the delegate.
- B. Delegates to the ORP Central Committee shall perform such duties as may be assigned by the County Chair.

**ARTICLE XIV - EMPLOYEES**

- A. An office secretary or other persons may be employed by the Central Committee. It shall be the duty of the Executive Committee to fix the rate of compensation and determine all other terms and conditions of employment. However, the Executive Committee shall not have the authority to bind a future Central Committee and no person shall be given an employment contract, oral or written, that extends beyond the next Biennial Organization meeting.
- B. An employee of, or applicant for employment by the Clatsop GOP Central Committee who is also a voting

member of the Executive Committee shall have no vote in the Executive Committee on any matter affecting the terms of that employment or a decision to hire or terminate the employment of the employee.

#### **ARTICLE XV – BUDGET**

- A. Expenses are allowed only when they are included in an approved Budget, either as a line item or from an Expense Allowance as provided in Section B below.
- B. The Executive Committee may provide an expense allowance for the County Chair, Vice Chair or other persons as may appear advisable to pay reasonable expenses directly related to the business of the Central committee.
- C. Expenses for employees shall be approved by the Chair prior to payment.

#### **ARTICLE XVI - ENDORSING CANDIDATES IN THE PRIMARY ELECTION**

- “Neither the County Central Committee nor the Executive Committee may endorse, recommend, or financially support any candidate until 30 days prior to the primary election. Within 30 days of the primary election, the Clatsop County Central Committee may elect to endorse a candidate or a slate of candidates for each election race. Endorsement will be based on a vote taken by the Clatsop County Central Committee. Result of a private survey or vote, wither by ballots or electronic method, will be counted by the elected Executive committee, Chair, Vice Chair, Secretary and Treasurer. Candidates receiving the top votes will be ranked at 1 to 5 based on the vote outcome. Endorsements are for publication to inform the public. Endorsements in no way prohibit any Committee person from endorsing their own candidate privately.
- A. Neither the County Central Committee nor the Executive Committee may endorse, recommend the passage or defeat of any bill or measure referred to or initiated by the people, except when endorsements or recommendations are approved by a vote of 2/3 of those present and voting at a County Central Committee meeting.

#### **ARTICLE XVII - RESTRICTING EXPENDITURES**

- A. Except as provided in Section B of this Article, neither the Central Committee nor the Executive Committee shall expend any Central Committee funds for or on behalf of a candidate in a primary election if a contest exists. However, all Republican candidates shall have equal access to the use of Party records and equipment in a manner to be determined by the Executive Committee.
- B. No Central Committee funds shall be used to pay for a candidate's campaign deficit or any part thereof. The Executive Committee has discretionary authority to assist candidates in the general election.

#### **ARTICLE XVIII - FINAL REPORTS**

It shall be the duty of the Treasurer to prepare a financial report and make the same available to all newly elected and accepted members of the Clatsop GOP. Such reports shall be filed at Clatsop GOP headquarters.

#### **ARTICLE XIX – AMENDMENTS**

- A. These Bylaws shall be deemed to be automatically and immediately amended to conform to any statute now in force or hereafter enacted with which these Bylaws shall be inconsistent.
- B. These Bylaws may be amended or altered or repealed by a simple majority vote of those present and voting at the Biennial Organizational meeting.
- C. These Bylaws may be amended or altered by a two-thirds majority vote of those present and voting at any duly called meeting of the Central Committee, provided that notice of the proposed amendments or alterations shall be given with the official notice of the meeting.

D. Amendments to proposed amendments shall adhere to Robert’s Rules of Order Newly Revised 11th Edition (as amended) Chapters §10, §56 and §57 regarding the scope of amendments, during a meeting, to a pre-noticed proposed Bylaws amendment.

D. Amendments to these Bylaws may be proposed by Central Committee action, Executive Committee recommendation or by a petition signed by not less than 10% of the members. In any case, a copy of the proposed amendment shall be included with the official call for the meeting.

**ARTICLE XX - PARLIAMENTARY AUTHORITY**

The following items as applicable, in priority order, shall govern the actions of the CLATSOP GOP:

1. Federal Law
2. Oregon Law
3. Rules of the Republican National Committee
4. Oregon Republican Party Bylaws
5. CLATSOP GOP Bylaws
6. CLATSOP GOP Standing Rules
7. CLATSOP GOP Special Rules
8. Robert's Rules of Order Newly Revised (most recent edition)

Voted and Accepted Date: Voted, passed and amended May 17<sup>th</sup>,2022