



**BYLAWS OF THE
MUSKEGON COUNTY REPUBLICAN
EXECUTIVE COMMITTEE**

AS AMENDED AND ADOPTED DECEMBER 19, 2022

TABLE OF CONTENTS PAGE

ARTICLE I – NAME 3

ARTICLE II – PURPOSES 3

ARTICLE III -- MEMBERSHIP AND VACANCIES 3

ARTICLE IV -- REGULAR MEETINGS 5

ARTICLE V – SPECIAL MEETINGS 5

ARTICLE VI – OFFICERS 6

ARTICLE VII – DUTIES OF OFFICERS 7

ARTICLE VIII – STANDING COMMITTEES 8

ARTICLE IX – ENDORSEMENTS 9

ARTICLE X – AMENDMENT OF THE BYLAWS 10

ARTICLE XI – COUNTY COMMITTEE 10

ARTICLE I – NAME

- I. This committee shall be identified as the **Muskegon County Republican Executive Committee** and for the purpose of these Bylaws, unless otherwise specified, shall be designated as the “Committee.”

ARTICLE II – PURPOSES

1. The purposes of this Committee shall be as follows:
 - a. To perform all duties delegated to the Committee by law, and such other duties not prohibited by law.
 - b. To direct, manage and supervise the affairs and business of the Muskegon County Republican Party in Muskegon County, Michigan. This shall include, but shall not necessarily be limited to:
 - i. Work for the election of nominees of the Republican Party in Muskegon County, Michigan; and
 - ii. Work in close cooperation with other Republican state, district and county organizations.
 - c. To adopt Bylaws by which the Committee shall be governed.

ARTICLE III -- MEMBERSHIP AND VACANCIES

1. **Membership.** The membership of the Committee shall consist of Regular Members, Nominee Members, and Ex-officio Members.
2. **Regular Members.** The regular members of this Committee shall be those precinct delegates elected to become a member of this Committee by the duly elected precinct delegates in the fall Republican County Convention following the general election.
 - a. **Qualifications and Rights of Regular Members.** Regular members shall have the right to vote on all matters which come before the Committee, except as otherwise provided in these Bylaws. Each regular member of the Committee must be a financial contributor of any amount to a regulated fund of the Committee each calendar year; failure of a regular member of the Committee to contribute to a regulated fund of the Committee by May 1st in each calendar year shall automatically suspend all rights and privileges of such regular member until the contribution is made in that calendar year. No individual may serve as a regular member of the Committee in more than one office.
 - b. **Vacancy:** If a vacancy occurs in the position of a regular member of the Committee the remaining members entitled to vote may fill the vacancy at any subsequent regular meeting of the Committee after the vacancy occurs so long as notice of such intent is provided by the Chairman of the Committee. A majority of a quorum of members eligible to vote shall be necessary to elect a person to fill a regular member vacancy.
3. **Nominee Members.** Nominee members of this Committee shall be those persons most recently nominated by the Republican Party for county offices and state legislative offices at the last 2 preceding fall primary elections having taken place in Muskegon County, Michigan.
 - a. **Rights of Nominee Members:** Nominee members shall have the right to vote on all matters which come before the Committee.

- b. Vacancy: Any vacancy of a nominee member shall only be filled by a successor nominee, or appointee to the office in question.
4. **Ex-Officio Members.** The following persons shall be ex-officio members of the Committee:
- (1) The Congressman for the County of Muskegon, or designee, if the Congressman is a Republican;
 - (2) The immediately preceding Chairman of the Committee. Ex- Officio members are non-voting members of the Committee except as otherwise specifically provided in these Bylaws. Ex-officio members shall be sent notice of Committee meetings in the same manner as regular members of the Committee.
5. **Paid Members.** There shall be a "paid member" category of membership of the Committee. For the purposes of these Bylaws, the term "paid member" shall have the same meaning as Section 6(2)(a) of the Michigan Campaign Finance Act, or any successor or similar statute. In order to be eligible to become a paid member of the Committee on any given date, an individual must make a contribution to the Committee within eight (8) years from such date. If the requirements to become a paid member are otherwise met, each regular member, ex-officio member, or non-voting member may become a paid member of the Committee. Except pursuant to written authorization by the Chairman or by a majority vote of all of the regular members of the Committee: (1) there shall be no meetings of paid members; (2) paid members shall not have a voice or vote on any matter before the Committee or any subcommittee of the Committee; and (3) paid members, either individually or collectively, shall have no authority to speak or act on behalf of the Committee. The benefits of being a paid member of the Committee shall be determined from time to time by the Chairman. Notwithstanding anything in these Bylaws to the contrary, the Chairman may, at any time and for any reason or no reason, terminate an individual's status as a paid member of the Committee.
6. **Vacancies.**
- a. A vacancy in the position of a Nominee Member of the Committee shall exist upon the occurrence of any of the following events:
 - Written resignation provided to the Chairman;
 - Death;
 - No longer being a "qualified elector" who resides in Muskegon County as defined in the Michigan election law;
 - Formal resignation or recall from elective office;
 - Removal from office by the Governor of the State of Michigan.
 - b. A vacancy in the position of a Regular Member of the Committee shall exist upon the occurrence of any of the following events:
 - Written resignation provided to the Chairman.
 - Death;
 - No longer being a "qualified elector" who resides in Muskegon County as defined in the Michigan election law;
 - Conviction for any felony or any misdemeanor involving moral turpitude; and
 - Becoming a member of any other political party.

ARTICLE IV -- REGULAR MEETINGS

1. **Regular Meetings.** The Committee shall hold meetings as frequently as necessary to carry out its duties, at times and places within Muskegon County as determined by the Chairman. The Committee shall meet at least six times each calendar year. The Chairman shall present a calendar at the beginning of each calendar year to the Committee for consideration and adoption at the first meeting of the Committee in any calendar year which shall be held no later than January 30. The proposed calendar may be amended and adopted upon the majority vote of the Committee.
2. **Quorum.** A quorum for all meetings of the Committee shall be one-third of the voting membership of the Committee represented in person or by proxy.
3. **Proxy.** Any member of the Committee may designate, in a signed writing, a person to represent him/her at any meeting of the Committee, so long as that person is a "qualified elector" and resides in Muskegon County as defined in the Michigan Election Law. Proxies must be provided to the Secretary prior to the commencement of the meeting. Those authorized to vote may vote in person or by proxy at any meeting of the Committee, provided that such person shall be allowed to cast only one vote on each item of business transacted.
4. **Notices.** For the purposes of these Bylaws, the term "mail" shall be defined as mail by the U.S. Postal Service, electronic mail, facsimile transmission, private mail delivery service, or personal delivery. Any notices or notification pursuant to these Bylaws may be sent by any reasonable means, including, but not limited to, by the U.S. Postal Service, electronic mail, facsimile transmission, private mail delivery service, telephone or personal delivery. Any member of the committee may elect to receive notice by email by executing a written waiver of the right to receive notice by mail and electing to receive notice by email on forms kept by the Secretary.
5. **Attendance.** Any Regular Member who shall fail to be present in person or by proxy, at three (3) consecutive meetings of the Committee may be removed from the Committee at the request of the Chairman and the vote of a majority of voting members at a duly called meeting. His/her position on the Committee shall be filled as set forth herein.
6. **Procedure.** Robert's Rules of Order, Newly Revised, shall govern the Committee and its standing committees in all cases where said rules are not in conflict with these Bylaws.

ARTICLE V -- SPECIAL MEETINGS

1. **Notice.** Special meetings of the Committee may be called by the County Chairman when (s)he deems advisable, and shall be called when requested, in writing, by five (5) voting members of the Committee.
2. **Agenda.** An agenda and preliminary notice of the subject matter to be considered at a special meeting of the Committee shall be forwarded by the Secretary to each member of the Committee with notice of the time and place of a special meeting not less than five (5) days prior to each meeting.

ARTICLE VI – OFFICERS

1. **Officers.** The officers of the Committee shall be a Chairman, a Vice Chairman, a Secretary, a Treasurer and such other officers as may be appointed by the Chairman.
2. **Election.** The Chairman, Vice Chairman, Secretary, and Treasurer shall be elected by the Committee within thirty (30) days following the Fall Convention held in even- numbered years upon 10 days written notice to those eligible to vote as set forth by law.
3. **Term.** Each officer's term in office shall commence upon their election and will end upon the election of their successor.
4. **Vacancies.** If an officer shall resign or otherwise become ineligible to hold office there shall be a vacancy in that office. If a vacancy occurs in the office of Chairman, the powers and duties of the Chairman shall be assumed immediately and automatically by the Vice Chairman until a new Chairman is elected. In the event a vacancy occurs in the office of Treasurer, the powers and duties of the Treasurer shall be assumed immediately and automatically by the Deputy Treasurer until a new Treasurer is elected. All vacancies in offices shall be filled by a majority vote of the voting members of the Committee present at a duly noticed meeting provided there is a quorum and such successor shall serve for the remainder of the term of the office in question. Such elections shall be held not less than fifteen (15) nor more than forty-five (45) days after the vacancy occurs.
5. **Removal by the Chairman.** The Chairman shall have the power to declare vacant the seat of any officer who refuses to support the Republican nominee for any statewide office after the primary and any office in Muskegon County.
6. **Removal by the Committee.** Any officer may be removed as an officer and member of this Committee by the Committee upon a seventy-five percent (75%) vote of the Committee present and voting at any meeting of the Committee, provided there is a quorum present, and such seventy-five percent (75%) vote must be made in person by such members and not by proxy; provided, further, that in order to bring the question before the Committee as to the removal of an officer, a petition requesting that such a vote be taken, bearing the signatures of at least fifty percent (50%) of the entire Committee (no proxies allowed), shall be filed with the Chairman (or, if the Chairman is the officer in question, then such petition shall be filed with the Secretary), with copies to the membership of the Committee at least ten days prior to any vote.
7. **Procedures for Removal.** Since removal by the Chairman or by the Committee is discretionary, there shall be no formal procedures required to remove an officer as an officer and member of this Committee.
8. **Selection of Successor.** In the event of the removal of an officer, a successor shall be selected at the next meeting of the Committee, which meeting shall be in part called for that purpose. Upon removal, an officer shall not be eligible to become a member of this Committee for the remainder of the term of office for which such officer was removed.

ARTICLE VII – DUTIES OF OFFICERS

1. **Chairman.** The duties of the Chairman shall be those provided by law, and also such other duties not prohibited by law as may be required by action of the Committee, including but not limited to the following:
 - a. The Chairman shall preside at all meetings of the Committee and shall be an ex-officio member of all other committees. The Chairman shall appoint the chairman and members of all committees and, with the exception of the Finance Committee, may remove them;
 - b. The Chairman shall be responsible for managing the affairs of the Committee; shall coordinate the activities of the Standing Committees and such other committees as may be established;
 - c. The Chairman shall be a voting member of the finance Committee; and shall be ex officio to all committees and subcommittees;
 - d. The Chairman or his/her designee shall sign all contracts, agreements and documents, submit reports to the Committee at each meeting of the Committee, and
 - e. The Chairman shall submit reports to the Committee as may be required by action of the Committee; shall keep the Committee informed of Republican Party programs and activities; and may assign to other officers and committees such duties as may be necessary.
2. **Vice Chairman.** The Vice Chairman shall preside at meetings of the Committee in the absence of, or at the request of, the Chairman and shall perform such other duties as directed by the Chairman and/or the Committee. In the event the Chairman is unable to act, the powers and duties of the Chairman shall be assumed by the Vice Chairman until such inability is removed or until the Chairman shall again take up the duties of the office.
3. **Secretary.** The Secretary shall perform all the duties normally incident to the office of Secretary, and in particular shall keep a permanent record of the minutes and attendance at all meetings of the Committee. Other duties of the Secretary include but are not limited to the following:
 - a. Make records of minutes and attendance available for inspection and copying by any member of the Committee;
 - b. Shall see that all notices are duly given as required by law and by these Bylaws;
 - c. Give notice to the Committee membership of all meetings by sending the same to the post office address of the member recorded with the Committee, or to a member's email address if so elected by a member in accordance with these bylaws.
 - d. Make a report to the Committee at each meeting.
 - e. Perform such other duties as these Bylaws provide and as this Committee or the Chairman may from time to time require.
4. **Treasurer.** The Treasurer shall have the care and custody of all monies paid to the Muskegon County Republican Party and shall deposit the same in the name of the Muskegon County Republican Party and shall pay all duly authorized bills. The Treasurer shall serve as the Vice Chairman of the Finance Committee and shall be responsible for the proper and timely filing of all financial reports required by law. Other duties of the Treasurer include, but are not limited to the following:
 - a. The Treasurer shall keep, or cause to be kept, an accurate account, in permanent records, of all receipts and disbursements of funds of the Committee using proper and orderly methods of keeping records; and said records, upon reasonable request, shall be open to inspection by any member of the Committee;
 - b. The Treasurer shall report to the Committee all revenues, expenditures, outstanding obligations, and cash balance of the Committee at each regular meeting;

- c. The Treasurer or the Treasurer's deputy shall comply with all applicable laws and receive all monies paid to the Committee and deposit the same in bank accounts designated by the Chairman, pay all bills charged to the Committee when authorized by the Chairman, or in his/her absence the Vice Chairman of the Committee, or other designee;
 - d. The Treasurer shall turn over to his successor all funds, money and books, accounts, files, letters, papers and other property pertaining to or associated with the affairs and business of the Committee.
 - e. The Treasurer shall furnish to his/her successor all funds, accounts, and other property pertaining to the affairs of the Treasurer upon leaving office.
5. **Records.** All records and materials received or prepared by the officers or of the Committee in discharge of their duties shall be the property of the Committee and each such officer at the conclusion of his or her term of service shall deliver all such records and materials to his or her successor or to the incoming Chairman, except as the Committee may otherwise direct.

ARTICLE VIII – STANDING COMMITTEES

1. **Standing Committees.** The Chairman shall appoint members to the following standing committees no later than the second regular meeting of the Committee:
- a. **Finance Committee.** This committee shall make recommendations to the Chairman, recommend written policies and establish programs for raising money for use by candidates and the Muskegon County Republican Party. The Chairman shall appoint members to this committee who shall serve at the Chairman's pleasure. The chairman of the Finance Committee shall report to the Committee at each regular meeting.
 - b. **Outreach Committee.** This committee shall prepare and recommend a written county plan to the Chairman for getting out the vote during the general election cycle. The Chairman shall appoint members to this committee who shall serve at the Chairman's pleasure. The chairman of the Outreach Committee shall report to the Committee at each regular meeting.
 - c. **Candidate Recruitment Committee.** This committee shall research, study and evaluate potential candidates to recruit for public office in Muskegon County and make recommendations to the Chairman as to the active recruitment of such persons. The Chairman shall appoint members to this committee who shall serve at the Chairman's pleasure. The chairman of the Candidate Recruitment Committee shall report to the Committee at each regular meeting.
 - d. **Events Committee.** This committee shall prepare and recommend a plan of schedule of events for purposes of fundraising and exposure of candidates and the Muskegon County Republican Party. The Chairman shall appoint members to this committee who shall serve at the Chairman's pleasure. The chairman of the Events Committee shall report to the Committee at each regular meeting.
 - e. **Elections Committee.** This committee shall recruit and train Election Inspectors (to be State of Michigan Certified), and Poll Challengers (to be trained and credentialed by the Michigan Republican Party). This committee shall provide verification of party identity of all selected Election Inspectors to the Committee. This committee shall provide a plan for Election Integrity and Current Voter Rolls. The Chairman shall appoint members to this committee who shall serve at the Chairman's pleasure. The chairman of the Elections Committee shall report to the Committee at each regular meeting.

- f. **Communications Committee.** This committee shall provide support to all other Standing Committees and the Committee via messaging and correspondences, including and not limited to website, email, social media, and graphics. The Chairman of the Communications Committee shall appoint members to this committee who shall serve at the Chairman's pleasure. The chairman of the Communications Committee shall report to the Committee at each regular meeting.
2. **Committee Assignments.** The Chairman shall be empowered to determine the membership and numbers of members of each standing committee at all times. Members may serve on multiple standing committees.
3. **Standing Committee Officers.** The chairman of each standing committee shall preside at all meetings of the committee, appoint sub-committees as deemed necessary, and shall perform such other duties as these Bylaws provide. The vice chairman shall have like-power as the chairman in the absence of the chairman, and shall perform such other duties as the committee may determine. The secretary of each standing committee shall keep an accurate record of the minutes of each meeting of the standing committee, and shall perform such other duties as the committee may determine. Each standing committee shall have the right to adopt its own rules and procedures not inconsistent with these rules and with Robert's Rules of Order, Newly Revised.
4. **Notice of Standing Committee Meetings.** Notice of subsequent meetings of each standing committee shall be mailed to each member thereof at least five (5) days before the date of the meeting by the Secretary thereof, unless the members have agreed to receive email notice as set forth in these bylaws. Such meetings may be called at the discretion of the chairman of the standing committee.
5. **Sub-Committees.** Each standing committee chairman shall have the authority and power, with the consent of the Chairman of the Committee, to appoint sub-committees which may include persons who are not Committee members. The chairman of each sub-committee or his/her designee shall report to the standing committee as directed by the chairman of the standing committee.
6. **Other Committees.** The Chairman may appoint such other committees and the officers of such committees as deemed necessary.

ARTICLE IX – ENDORSEMENTS

1. **Policy.** It shall be the policy of the Committee not to endorse or support individual candidates in contested Republican primary elections, except as provided in Section 2.
2. **Endorsements.** In the exceptional circumstances where an endorsement will benefit the Republican Party in Muskegon County, the Committee may endorse, support, or disavow an individual candidate in a contested Republican primary election; provided that a resolution to endorse or disavow a particular candidate be adopted by two-thirds of the Committee present and voting, and provided notice of the resolution is given as provided in this Article, with the consent of the candidate to be endorsed where an endorsement is proposed.
3. **Assistance.** The resources of the Muskegon County Republican Party shall not be used to endorse or support individual candidates in contested primary elections unless the Committee has endorsed the candidate as provided in Section 2.
4. **Conduct of Officers.** Committee officers shall not endorse candidates in a contested primary election in their official capacity, except where the candidate has received Committee Endorsement.

ARTICLE X – AMENDMENT OF THE BYLAWS

1. **Submission in Writing.** All proposed amendments to these Bylaws shall be first submitted in writing to the Chairman.
2. **Notification of Committee Members.** Each member of the Committee shall be notified in writing of the context of any proposed amendment at least thirty (30) days before the date on which such proposed amendment is to be voted on.
3. **Vote Requirement.** No amendment shall pass until it has received a sixty-six and two-thirds percent (66.67%) favorable vote of the Committee present and voting, provided there is a quorum present, and such favorable sixty-six and two-thirds percent (66.67%) vote must be made in person by such members and not by proxy.

ARTICLE XI – COUNTY COMMITTEE

1. **County Committee.** After the officers of the county committee have taken office, the Committee may select a County Committee for the party, which committee shall consist of members of the Committee and such other members as the Committee may determine, provided that such action is taken within forty-five (45) days after January 1 of each odd numbered year.
2. **Term of Service:** The term of service of members of a County Committee shall continue for two (2) years and until the selection of their successors. The Committee shall have the power to fill any vacancy which may occur in the committee membership.
3. **Officers.** The County Committee shall have all of the powers of the Committee under statutes and the Bylaws of the Michigan Republican State Committee, except those powers that the Committee such statutes or Bylaws require be kept by the Committee. The County Committee will operate under these Bylaws in the same manner as the Committee and to the extent practicable the phrase “Committee” in these Bylaws shall also be read as “County Committee” with the same conditions and procedures, except when such conditions and procedures applicable to the Executive Committee are in conflict with this Article.