

**BY-LAWS
of the
REPUBLICAN CENTRAL COMMITTEE OF
CLINTON COUNTY, MISSOURI**

ARTICLE I – NAME

The name of this organization shall be The Republican Central Committee of Clinton County, Missouri, hereinafter referred to as the “Central Committee.”

Section 1 – Members

The members of the Central Committee are the Committeemen and Committeewomen elected pursuant to Missouri Statutes and are hereinafter referred to as Members.

Section 2 – Vacancies and/or Resignations

(a) A resignation by any Member or Officer from the Central Committee or from any elected office will become effective when received in writing by the Chairman or Secretary of the Central Committee unless there is a specific time designated in the notice for such resignation to take effect.

(b) A vacancy shall be deemed to have occurred when either: 1) a Member ceases to reside within the ward or township from which elected; or 2) a Member fails to attend four (4) consecutive properly noticed meetings or provide his/her proxy or 3) lack of a person filing for the position or 4) resignation or death, or 5) a tie between two persons on the ballot, which shall be decided by a full vote of the committee.

Section 3 – Nominations and Election

(a) Once a vacancy is so announced, it shall be the duty of the Committeemen and Committeewomen in whose district the vacancy occurs to seek out at least one person whose consent has been given to fill such vacancy. However any member may nominate someone to fill a vacancy

(b) In the event there be only one nominee to fill such a vacancy, voting may be by voice; however, if there be more than one nominee for the

same vacancy, the election shall proceed by secret ballot. A vacancy may be filled with a majority vote.

- (c) The person selected to fill the vacancy shall serve the remainder of the vacant term.

ARTICLE II – OFFICERS

Section 1 – Officers of this Committee shall consist of a chairman, vice-chairman, secretary and treasurer, who shall be elected for two-year terms on the third Tuesday in August of each year during which a primary election is held. Their qualifications shall be those set by the Statutes of the State of Missouri. All officers shall be voting members of the committee. Officers are encouraged to promote others to elected offices of affiliated Republican organizations and not themselves whenever practical. Officers must avoid even the appearance of impropriety in all committee activities, both financial and otherwise.

Section 2 – Nominations and Elections

A member of Central Committee must make nomination of candidates for the officers of the Central Committee. If there is only one nominee for an office, election may proceed by voice vote; however, if there is more than one nominee for the same office, the election shall proceed by secret ballot until one of the candidates receives a majority of the votes of the Members present and voting.

Section 3 – Vacancies

In the event a vacancy occurs in any of the four elected offices, it shall be filled by a special election held at the next regular meeting or special meeting of the Central Committee provided that all Members of the Central Committee are notified at least two weeks in advance of the meeting to fill such a vacancy.

Section 4 – Removal of an Officer

Any officer of the Central Committee may be removed from office by a two-thirds vote of the Central committee Members. Upon notice served to Members of the Central Committee at least fourteen (14) days prior to the meeting at which the matter is to be considered. Any vote for removal shall

be by secret ballot. Any vacancy created by removal shall be filled as provided in this article.

Section 5 – Duties of Officers

(a) The Chairman shall:

Preside at meetings of the Central Committee and manage the affairs of the Central Committee between meetings.

Preserve decorum and order at all meetings and shall rule on all questions of order. Such rulings, however, can be over-ridden by a majority vote of the Members present and voting.

Have the power to appoint a temporary secretary to act in the absence of the Secretary.

Perform such duties as are enumerated in these by-laws and as may from time to time be delegated to him by the Central Committee.

(b) The Vice-Chairman shall:

Perform all the duties of the Chairman in the absence of the Chairman.

(c) The Secretary shall:

Keep an accurate record of the proceedings of all meetings in a permanent record book which shall be the official records of the Central Committee. The Secretary shall be responsible for mailing out notices to members.

(d) The Treasurer shall:

Receive all monies and shall disburse funds only by check, and only as authorized in the budget adopted by the Central Committee, except as otherwise provided in these by-laws.

Keep proper books of all receipts and disbursements, which shall be open to the inspection of any Member of the Central Committee at any reasonable time.

Make a consolidated quarterly report to the County Chairman on receipts and disbursements. All records of the Treasurer are official records of the Central Committee.

Make all disbursements signed by the Treasurer

ARTICLE III – MEETINGS

Section 1 – Regular Meetings

(a) Regular meetings of the Central Committee shall be held a minimum of six (6) times through the year when business before the Central Committee necessitates.

(b) Notice of the exact time and place for regular meetings to be mailed or delivered electronic or in a like manner to each Member of the Central Committee at least seven (7) days before the date of such meeting. Notice shall be presumed to have been given when the same, properly addressed according to the records of the Central Committee, is deposited, postage prepaid, in the U.S. Mail; or, if the mail is not used for such purpose, when actually delivered to the official address of the Committee Member.

(c) Notice for regular meetings shall include a proposed agenda.

(d) A quorum being present, the Central Committee may transact any business coming before it in addition to those items included in the agenda at any regular meeting not specifically otherwise prohibited elsewhere in these by-laws.

Section 2 – Special Meetings

(a) Special meetings of the Central Committee may be called at any time by the Chairman, Vice-Chairman, or a simple majority of the Committee, and notice of said meetings shall include the names of those Members and shall include the business to be taken up and the normal procedure of notification shall be followed.

(b) A quorum being present, no business other than that set forth in the call for a special meeting may be acted upon during a Special Meeting.

(c) Notice of the exact time and place for Special Meetings shall be mailed or delivered (electronically or otherwise) at least five (5) days before the meeting to all Members of the Central Committee. Notice shall be presumed to have been given when the same, properly addressed according to the records of the Central Committee, is deposited, postage prepaid, in the U.S. Mail; or, if the mail is not used for such purpose, when actually delivered to the official address of the Committee Member.

Section 3 – Quorum

A simple majority of the Central Committee Members, present in person or by lawful proxy shall constitute a quorum when assembled together at a duly called meeting of the Central Committee.

Section 4 – Proxies

(a) Proxies shall be admitted to vote only when offered by a qualified voter from the same ward or township of the principal giving proxy.

(b) A proxy shall be in writing and signed by the member. No more than one (1) proxy shall be voted by any one person.

(c) The bearer of a proxy who is not a member of the Clinton County Republican Central Committee must sign an affidavit certifying his or her qualification in the presence of the Secretary.

(d) Proxies shall relate only to a single meeting of the Central Committee and shall have been executed not more than thirty (30) days prior to such meeting.

(e) Proxies shall be in writing, witnessed by a person other than the Committee Member granting same and the person named as proxy and shall be in the following form:

PROXY

I, _____, a qualified member of the Clinton County Central Committee of the Missouri Republican Party, do hereby appoint _____ who resides at _____ in _____, Clinton County, Missouri to vote for me at the Central Committee meeting to be held on the ____ day of _____.

Signature of Committee Member

Witnessed: _____

AFFIDAVIT OF QUALIFICATION

As holder of this proxy, I state that I am a qualified voter from the same ward or township as that of the person granting this proxy to me and that the same has been issued in accordance with and is qualified according to the standards prescribed the By-Laws of the Clinton County Republican Central Committee.

Signature of Proxy

Attest: _____
Secretary of the Central Committee

ARTICLE IV – COMMITTEES

Section 1 – Budget Committee

(a) At the discretion of the Chairman there may be a Budget Committee composed of four members of the Central Committee appointed by the Chairman.

(b) It shall be the duty of the Budget Committee to prepare a proposed annual budget for adoption by the Central Committee at its first regular meeting of the year.

(c) The proposed budget shall be mailed to each Member of the Central Committee along with the notice of the first regular meeting of the year.

(d) The County Chairman may serve as Chairman of the Budget Committee or may appoint some other qualified Member of the Central Committee to serve as Chairman.

(e) Any need for expenditures not authorized in the budget adopted by the Central Committee shall be presented to the Budget Committee and must be approved by a majority vote of the total membership.

(f) All action taken by the Budget Committee shall be by a vote of at least one-half of the total membership of the Budget Committee. No action of any kind shall be taken by the Budget Committee except at a meeting attended by at least a majority of the Budget Committee.

ARTICLE V – PARLIAMENTARY AUTHORITY

Except where inconsistent with these By-Laws, Robert's Rules of Order, Revised, shall govern all proceedings of the Central Committee or committees of the Central Committee.

ARTICLE VI – AMENDMENTS

These By-Laws may be amended at any meeting of the Central Committee by the affirmative vote of two-thirds of the Members provided that all proposals to amend shall have first been mailed electronic or otherwise to each Member of the Central Committee at least two (2) weeks prior to the meeting at which

the proposed amendments are to be voted upon except as otherwise provided by state statutes.

ARTICLE VII – EFFECTIVE DATE

These By-Laws became effective immediately upon adoption by the Central Committee May 10th, 2011.