

BY LAWS 12/08
OF THE
ORANGE COUNTY REPUBLICAN EXECUTIVE COMMITTEE
Revised 12/07

ARTICLE 1: Membership

Section 1: Pursuant to the RPOF Model Constitution, the membership shall consist of one man and one woman, each a registered Republican, from each precinct; however, any precinct with more than 1000 registered voters shall have additional committee members per each 1000 voters. (Limit 4)

Section 2: Members shall be elected every "presidential election" year, having completed an application for membership and filed with the Supervisor of Election. (pursuant to Constitution) Members must be sworn in at the December organization meeting following the Presidential election. The "swearing in" will consist of the signing of appropriate oaths for the Supervisor of election and the RPOF, and the attending of a class on membership responsibilities. This class will follow the Organizational meeting at a minimally later date.

Section 3: **VACANCIES** To fill any vacancy in OCREC any registered Republican in the open precinct may apply by (1) completing an application -- at least ten days prior to the balloting, (2) completing the oaths for the Supervisor of Elections and RPOF and (3) attending a class on membership responsibilities -- all prior to balloting. The member must be present to be elected. Election shall be held by secret ballot at a regular meeting at which a quorum is present; a majority of those present is required for election.

Section 4: If a position is filled, an applicant may be designated an "alternate" committeeman or woman and be elected in the same way as a regular member. He has similar privileges but does not vote unless the regular committee person is absent.

ARTICLE 2: Officers

Section 1: Officers of the Orange County Executive Committee, referred to herein as OCREC, Shall be the Chairman/woman, Vice Chairman/woman, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, and Executive Director. All officers must be members of OCREC.

Section 2: All officers shall be elected for terms of two (2) years. The election of officers shall be held at a meeting of OCREC at which a quorum is present, within thirty (30) days after December 1 of each even numbered year. All officers shall be elected by secret ballot; a majority of members present shall be necessary to elect.

Section 3: A vacancy to any office shall be filled by secret ballot at the next regular or special meeting, provided that ten (10) days written notice of such election is given to the OCREC members.

ARTICLE 3: Duties of Officers

Section 1: The Chairman/woman shall be the chief executive officer of OCREC, shall preside over meetings of OCREC and its Executive Board, and shall accept the primary responsibility for seeing that each officer and committee member fulfills duties as prescribed herein; may establish, with the approval of the Executive Board, a headquarters; may appoint, with the approval of the Executive Board, a headquarters staff, to include a Financial Director, as needed -- subject to the limitations and procedures set forth in Article 4 Section 3 and Article 5 herein below.

P. 2. Section 2: The Vice Chairman/woman shall assume the duties of the Chair in his absence or inability to serve, shall assist the Chair in the performance of duties as necessary, and such other duties as may be assigned by the Chair.

The Vice Chair shall serve as Program Chair for regular or special meetings of OCREC.

Section 3: The Secretary shall record and report minutes of all meetings of OCREC and the OCREC Executive Board. Sufficient copies of such minutes shall be available at each meeting. The Secretary shall file the monthly report with RPOF promptly after each meeting.

Section 4: The Assistant Secretary shall perform the duties of the Secretary in his absence or inability to serve and shall assist the secretary as needed.

Section 5: The Treasurer shall be the custodian of OCREC funds and records, shall maintain full and accurate records of all financial transactions, and shall file all necessary financial reports as required by law; shall prepare and submit a monthly financial statement to OCREC with sufficient copies at each meeting. The Treasurer shall pay all bills promptly upon authorization subject to necessary counter signature as set forth in Article 5 below. And shall coordinate with the Executive Director.

Section 6: The Assistant Treasurer shall perform the duties of the Treasurer in his absence or inability to serve; shall assist the Treasurer in the performance of his duties, and serve as a member of fund raising projects as necessary.

Section 7: The Executive Director shall be organizer and coordinator of fund-raising projects, working with Leadership 1000 and the Lincoln Day Dinner, and shall create and control an annual budget for OCREC, pursuant to Article 5, below.

ARTICLE 4: The Executive Board

Section 1: The elected officers of OCREC, the District Chairmen/women, the chairs of standing committees, the State Committeeman and Committeewoman, the Executive Director, and the Chair of the Leadership Council shall constitute the OCREC Executive Committee.

Section 2: The Executive Board shall have all power and authority over the affairs of OCREC during the interim between meetings of OCREC. Any action of the Board is subject to ratification by the membership at the next OCREC meeting.

Section 3: The Executive Board shall have authority to spend unbudgeted sums, not to exceed \$500 in total, for necessary services or supplies of a non-recurring nature.

Section 4: The Executive Board shall meet upon call of the Chairman, 2-3 weeks prior to the general meeting. It may also meet by call of the Secretary upon written petition by a majority of the Board. A majority of the Executive Board shall constitute a quorum. Proxy voting is not allowed.

Section 5: The Executive Board may appoint a general counsel.

ARTICLE 5: Finance:

Section 1: An annual budget for OCREC shall be prepared and submitted to the membership for approval at the first regular meeting of each calendar year by the Executive Director, with the input and approval of the Executive Board.

Section 2: The Chairman, Treasurer and Executive Director shall be accountable for the funds of OCREC and liable for their proper expenditure for authorized purposes only as provide by law.

P. 3 Section 3: The Chairman, Treasurer and Executive Director shall be bonded, cost of such bond to be paid by OCREC.

Section 4: a All checks and drafts written on OCREC funds shall be signed by any two if the following combination of officers: Chair, Treasurer, Executive Director.

b. Any request for direct contribution from party funds to any candidate must be in writing. Prior to consideration & final action, the request must be referred to the Campaign/Candidate Committee for review and recommendations to the full OCREC. No direct contribution shall be approved without a 2/3 vote of those present and voting.

Section 5: An ad hoc committee of at least three (3) members of OCREC shall be appointed by the Chairman to conduct an audit of the financial records of OCREC for each calendar year. This audit shall be reported as provided by law, Neither the treasurer nor Executive Director shall be a member of the audit committee, but shall be available for questions.

Section 6: No officer shall enter into any contract on behalf of OCREC, which contract binds OCREC for the purchase of services or materials for a period in excess of the current budget year, unless the following statement is included in the contract: "The OCREC performance and obligation to pay under this contract is contingent upon approval of an annual budget by OCREC."

ARTICLE 6 Meetings

Section 1: Regular meetings of OCREC shall be held on the first Thursday of each month. By majority vote of members attending a regular meeting, the succeeding meeting may be canceled or any meeting rescheduled. Cancellation of two consecutive meetings is prohibited.

Section 2: The Chairman, with the acquiescence of his officers, may reschedule a meeting in the event of an unforeseen event which will likely substantially reduce attendance or make the meeting impractical, and provided there is not enough time to have OCREC act at a regular meeting.

Section 3: Notice of regular and rescheduled meetings shall be forwarded to all members at least five (5) days prior to such meetings, except for meetings requiring ten (10) days notice.

ARTICLE 7 Attendance

Section 1: Attendance at meetings should be considered compulsory unless there is a reasonable and valid excuse. The excuse must be submitted to the OCREC Membership committee no later than 24 hours following the missed meeting. Three (3) consecutive unexcused absences or four (4) absences of any kind within one calendar year shall be cause for removal from office.

Excuses may be submitted by print or electronic means to committee members and should include the name, precinct number of absentee and the excuse.

Section 2: The Membership committee shall be responsible for maintaining a record of attendance and excuses and is responsible for removal from OCREC and for sending reports, to Supervisor of Election and to RPOF, of Membership, attendance and removals.

ARTICLE 8 Standing & Special Committees

Section 1: The standing Committees of OCREC shall be Campaign and Candidate, Communications, Computer Services, Finance, Membership, Precinct Organization, Research and Voter Registration.

Section 2: The Campaign and Candidate committee shall determine which candidates will be given financial or in kind support during campaigns. It shall consist of the Chair, the Chair of Leadership

1000, the Committeeman/woman, the Executive Director and 1 OCREC member, appointed by the chair.

P. 4 Section 3: The Communications Committee shall prepare and mail a monthly Newsletter to OCREC membership and other interested parties. This committee shall be responsible for dissemination of information valuable to ongoing Republican causes through the newsletter and other informative subjects through print and electronic means.

Section 4: The Computer Services Committee shall obtain, initiate and maintain equipment, information databases and such electronic information resources to assist OCREC in carrying out its basic functions and responsibilities under law and party rule. This committee shall work with the Communications Committee in production of the Newsletter.

Section 5: The Finance Committee shall be chaired by the Finance Executive and shall initiate and maintain information databases and such electronic resources. This committee will be in charge of developing and maintaining finances adequate to perform OCREC's responsibilities.

Section 6: The Membership Committee shall actively recruit qualified voters for vacancies on OCREC. It shall organize a monthly training class for all prospective members, which will familiarize individuals with the structure of the Republican party, the responsibilities of the local OCREC within the total structure, and the duties and responsibilities of the individual precinct member.

It shall create and maintain an application form to accompany the Oaths required by RPOF and the Supervisor of Elections, all of which must be completed prior to the applicant's being placed on ballot for election. Membership shall work with the Computer Services committee (Section 3) to maintain membership records. Membership is responsible for overseeing all duties outlined in Article 4.

Section 7: The Precinct Organization Committee shall establish a program to insure effective grassroots campaign operations which will turn out voters on behalf of duly nominated candidates. Precinct Organization shall develop an education and training program which shall be presented to prospective OCREC members prior to their election to membership.

Section 8: The Research Committee shall review all resolutions and present its recommendation on same at the next OCREC meeting.

Section 9: The Voter Registration Committee shall organize and promote Voter Registration efforts in cooperation with the County Supervisor of Elections. All registration efforts shall be consistent with applicable state election laws.

Section 10: The Chair shall establish special subcommittees and ad hoc committees as needed.

Section 11: Chairs of all committees shall be appointed from the membership by the OCREC Chair subject to the approval of the Executive Board.

Section 12: EACH COMMITTEE CHAIR SHALL MAINTAIN RECORDS OF MEETINGS AND ACTIVITIES and submit a report to the Chair at each Executive Board meeting, with a brief verbal report for regular OCREC meetings as requested by Chair.

ARTICLE 8: Leadership Council

Section 1: The Leadership Council shall be composed of community, business and party leaders who through their financial contributions to OCREC have evidenced their support of the party. Leadership Council, including its chairman, need not be members of OCREC.

Section 2: The Leadership Council may establish a sustaining membership program and a plan for its internal organization.

Page 5 **Section 3:** The Leadership Council may recommend programs to spend such funds as it raises.

Section 4: The Chair of Leadership Council shall be appointed by the Chair of OCREC.

ARTICLE 9: Organization

Section 1: For purposes of organization, OCREC shall divide itself into six districts corresponding to the boundaries established for Orange County Commission Districts.

Section 2: All OCREC members from precincts located within the established district shall be considered members of that district.

Section 3: At the time of reorganization and election of officers (in December, immediately following each presidential election), each District shall caucus and elect from its membership by majority vote of the quorum present (40% of the district) a District Chairman. Any vacancies that occur later shall be filled for the unexpired term by a special caucus, provided that ten (10) days written notice is given to the members of the district.

Section 4: Each District Chair shall organize his District with membership and officers to perform the functions necessary to fulfill the functions and responsibilities of OCREC.

ARTICLE 10: Amendments

Section 1: Any proposed amendment to these By-Laws shall be submitted in writing to the Secretary at any regular meeting at which time it shall be read to the membership.

Section 2: The call to the next regular meeting shall contain a copy of the proposed amendment as well as notification of the upcoming voting on the same.

Section 3: A majority vote of OCREC at any regular meeting is necessary for passage provided that Sections 1 & 2 have been met. Unless otherwise specified, amendments shall be effective upon passage.

Section 4: Adoption of a completely revised By-Laws shall proceed in the same manner.

ARTICLE 11: Parliamentary Authority

Section 1: Rules contained in the latest revision of the Robert's Rules of Order Newly Revised Shall govern OCREC in all cases to which they are applicable and in which they are not inconsistent with these By-Laws, OCREC's constitution, RPOF's constitution or The Rules of Procedure of the Republican Party of Florida or the Florida Statutes.

Section 2: The Chairman of OCREC may appoint a parliamentarian to advise on matters that come before OCREC.

ARTICLE 12: Special Rules of Order

Section 1: Any resolution or motion that expresses the official policy or opinion of OCREC shall be presented in writing. Prior to its consideration and any final action, it shall be referred to the Research Committee for its study and recommendation to the full OCREC membership at a regular meeting with quorum.

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Section 2: By a two-thirds (2/3) vote of those present and voting (quorum present) the foregoing requirement may be waived by OCREC in order to take up any measure requiring immediate action.

Section 3: Any request for a direct contribution from party funds to any candidate for public office must be in writing. Prior to its consideration and any final action, the request must be referred to the Campaign and Candidate Committee for review to ensure compliance with applicable laws and party rule and recommendation to the full County Committee. No direct candidate contribution shall be approved without a two-thirds (2/3) vote of those present and voting.

ARTICLE 13: Awards

Section 1: The M.J.Moss Award, established in memory of Mr. M.J.Moss, Jr. for his work for the Republican Party, is presented annually to an outstanding Republican in Orange County in the form of a plaque in recognition of a party worker's outstanding contributions to the Republican party during the previous year.

Section 2: The Mary Ann McNamara Award is presented, as a continuing memorial to Ms McNamara for her tireless service to the Republican Party, to an outstanding woman in Orange County. In the form of an annual plaque this is recognition for outstanding contributions in the previous year by a Republican Orange County woman.

Section 3. The David C Crotty Award is presented as a memorial for the outstanding Republican services of David C Crotty, honored in 1994 as "Dean of the Orange County Republican Party". This Plaque is given annually to a man or woman in Orange County best exemplifying the service and dedication of David Crotty.

Section 4: The Chairman's Award is also a plaque which may be given, at the discretion of the Chairman of OCREC to a man or woman deserving of recognition for dedicated effort and service to OCREC.

By-Laws adopted (date) _____

Signed by Chair _____