

BYLAWS OF THE WASHINGTON COUNTY REPUBLICAN CLUB PAC

(As amended by the membership on Wed., Feb. 19, 2020)

ARTICLE I – NAME

The name of this organization shall be the "Washington County Republican Club PAC". (Here in referred to as the "PAC".)

ARTICLE II – PURPOSES

The purposes of the PAC is to cooperate with the Washington County Republican Central Committee and the Republican State Central Committee for the State of Maryland and with the Republican National Committee; to establish and operate an effective Republican political organization for Washington County; to seek to register new voters as Republicans and to encourage those already registered otherwise to change their registration to the Republican Party; to secure the election of all duly nominated Republican candidates; to coordinate and assist Republican activities in Washington County, the State of Maryland and nationally; to engage in fund raising to support the activities enumerated above; to promote the principles, objectives, and platform of the Republican Party; and to engage in such other activities as are reasonably necessary and proper to accomplish the foregoing purposes.

ARTICLE III – MEMBERSHIP

SECTION 1: MEMBERSHIP

Membership of the PAC shall be automatically conferred upon all members in good standing with the Washington County Republican Social Club.

Note: PAC membership will be conferred thirty (30) days after membership in the Washington County Republican Social Club dues have been paid and the membership application has been approved.

SECTION 2: RESIGNATIONS: Any member of the PAC may resign for any reason at any time by providing written notification to the Secretary of the PAC of such member's intent to resign and the effective date of such resignation. In the event that no effective date is specified in the written notification, such resignation shall be effective upon receipt of the written notification by the Secretary.

SECTION 3: REMOVALS OF MEMBERS: Any member of the PAC who ceases to be a member in good standing with the Washington County Republican Social Club shall automatically be removed as a member of the PAC. A member ceases to be in good standing when he/she is no longer registered as a Republican with a State Board of Elections, is arrears in his dues to, or resigned from the Washington County Republican Social Club.

ARTICLE IV – ORGANIZATION

SECTION 1: CALENDAR YEAR: The calendar year of the PAC shall begin with the first day of January and end with the last day of December following.

SECTION 2: VOTING MEMBERS: PAC members must be in good standing for 30 days prior to voting.

SECTION 3: ELECTIONS: An Annual Meeting shall be held in November of each year for the election of officers. The candidate receiving the highest number of votes for each office shall be elected. Where only one candidate is on the ballot for an office, balloting may be by voice vote; otherwise, voting shall be by secret ballot.

SECTION 4: LIMITATION OF METHODS

The Washington County Republican Club PAC shall observe all local, state, and federal laws that apply to it as defined in Section 527 of the Internal Revenue Code.

ARTICLE V – OFFICERS

SECTION 1: OFFICERS: The officers of the PAC shall be a Chair, Vice Chair, Secretary, and Treasurer. All officers must be members of the PAC.

SECTION 2: CHAIR: The Chair shall be the chief executive officer of the PAC;

shall call regular and special meetings of the PAC; shall preside at all meetings of the PAC; shall have general supervision over the affairs and activities of the PAC; shall supervise the expenditures of PAC funds; shall present an annual budget for approval of the membership at the first meeting of the calendar year which upon approval of the membership will be promptly communicated to the entire membership by the Secretary; shall oversee the maintenance of all appropriate current and past PAC records; shall be the official spokesman for the PAC; and shall perform such other duties as required by law and as usually pertain to the office of Chairman.

SECTION 3: VICE CHAIR: The Vice Chair shall preside at all meetings in the absence of the Chair and perform such other duties as required by law or as may be prescribed by the Chair and are incident to this office. They will also, at the pleasure of the Chair, have under their immediate jurisdiction all committees pertaining to their general duties. In the event a vacancy occurs in the office of the Chair, the Vice Chair shall exercise all the powers and perform all the duties of the Chair until such vacancy has been filled by the PAC.

SECTION 4: SECRETARY: The Secretary shall keep complete and accurate minutes (including attendance records) of all meetings of the PAC; shall be responsible for official notices and reports as required by law or this Constitution and By-Laws; and shall perform such other duties as the Chair shall assign and are incident to this office.

The Secretary shall give as much notice as possible if any changes are needed to the date and time of a monthly meeting. Any amendments to the approved budget by the membership will likewise be communicated to the entire membership by the Secretary.

SECTION 5: TREASURER: The Treasurer shall be responsible for the receipt and, at the direction of the Chair, the disbursement of all monies by and for the PAC; shall maintain the accounts for the PAC and shall maintain complete and accurate records of all receipts and disbursements; shall render periodic reports of income and expenditures as required by the Chair or the PAC; and shall, upon request, account to and transfer any funds belonging to the PAC at the end of his/her term.

SECTION 6: GENERAL COUNSEL: A General Counsel may be appointed by the Chair with the advice and consent of the PAC to serve as legal adviser and

Parliamentarian to the PAC and to perform such other duties as are incident to this office.

SECTION 7: ELECTION OF OFFICERS: The offices of President and Treasurer and the offices of Vice President and Secretary will stand for elections in alternating years with the term of office being two years. Election of officers shall be held at the Annual Meeting provided for in Article IV. Section 3 hereof and thereafter annually.

SECTION 9: NOTICE OF ELECTION OF OFFICERS: Within fifteen days following the election of any officer(s), the Chair shall notify the State Administrative Board of Election Laws for the State of Maryland and Washington County Board of Elections of the names and addresses of the persons elected as officers.

SECTION 10: REMOVAL OF OFFICERS: At any regular or special meeting of the PAC, a vote may be taken to remove any officer from office, with cause, provided that at least twenty days written notice has been given to all officers and to all members of the PAC of such intention. A quorum of 15% of the PAC's membership must be in attendance and two-thirds majority of the PAC in attendance shall be required to effect removal.

SECTION 11: FILLING OF VACANCIES: A vacancy shall exist upon the death, removal, or resignation of an officer. The Chair shall immediately give notice to the other members of the PAC of a vacancy. If an officer is removed, the vacancy shall be filled by majority vote taken at the same meeting. Except as otherwise provided in the preceding sentence, if a vacancy occurs, an election shall be held to fill the vacancy for the remaining term at the first duly called meeting of the PAC which is held not less than seven days after notice of the vacancy is given to the other members of the PAC. In the event that the vacancy is the Chair, the Vice Chair shall act as Chair until a new Chair is elected. Elections shall be by majority vote of a meeting where a quorum of at least 15% of the PAC's membership is in attendance.

ARTICLE VI – MEETINGS

SECTION 1: REGULAR MEETINGS: Regular meetings of the PAC shall be held not less often than quarterly, with a preference to hold meetings monthly. Such

meetings shall be held in conjunction with the meetings of the Washington County Republican Social Club. There must be 15% of the membership in good standing present at a meeting to constitute a quorum for voting on the annual budget, amendments to the by-laws, or elections of officers. All attendees at PAC meetings must check in as to their status as a guest or member in good standing. The Secretary will report to the membership at each meeting whether or not a quorum exists.

SECTION 2: SPECIAL MEETINGS: Special meetings of the PAC may be called by the Chair and shall be called upon a written petition to the Chair by a majority of the members of the PAC. Such meetings shall be held at a location in Washington County which is convenient to all members of the PAC.

SECTION 3: NOTICE: The Chair shall give at least seven days notice of any regular or special meeting of the PAC. The notice shall state the time, place, and insofar as practical, the agenda of the meeting.

SECTION 4: PROXIES: Proxies shall not be permitted at any meeting of the PAC.

SECTION 5: RULES OF PROCEDURE: When not inconsistent with the provisions of this instrument or any other rules of procedure adopted by the PAC, Robert's Rules of Order (most recent edition) shall govern all meetings of the PAC.

ARTICLE VII – SUBCOMMITTEES

SECTION 1: TYPES OF SUBCOMMITTEES

There may be the following subcommittees: Executive, Strategic Planning, Finance, Candidate Recruitment, Communications, Volunteerism, Precinct Organization, and Voter Registration. The chairs of the subcommittees shall be appointed by the Chair of the PAC with the approval of the majority of PAC members at any membership meeting. Each subcommittee chair shall serve at the pleasure of the Chair. The chairman of these subcommittees may be members of the PAC.

In addition to these committees, the Chair with the approval of the majority of PAC members at any membership meeting, may appoint such other committees as may be necessary or practicable to carry out the purposes and intent of the PAC.

SECTION 2: LIMITATION OF AUTHORITY

No action by any member, committee or officer shall be binding upon, or constitute an expression of, the policy of the Washington County Republican Club PAC until it has been approved or ratified by the officers.

SECTION 3: DISSOLUTION OF COMMITTEES

Committees shall be discharged by the Chair when their work has been completed and their reports accepted, or when, in the opinion of the officers, it is deemed wise to discontinue the committees.

ARTICLE VIII – MISCELLANEOUS

SECTION 1: NOTICES: Any notice provided for in these Bylaws shall be deemed to have been given when received by the person to whom directed, or alternatively sent by e-mail, or when deposited in the mail, postage prepaid, to be delivered by regular first-class mail, provided that any such mailed notice shall be addressed to a person at the most recent address provided to the PAC by such person.

SECTION 2: ENDORSEMENTS IN PRIMARIES: The PAC may endorse or support financially or in any other manner, any Republican candidate, group of candidates, or "Ticket" over any other candidate, group of candidates, or "Ticket" prior to a primary election but only upon majority vote at a PAC membership meeting where a quorum of at least 15% of the PAC's membership is in attendance.

ARTICLE IX – OATH OF OFFICE

Section 1. Every officer shall be installed as the first order of business at the first regular meeting following an election or appointment to office and shall assume the duties of that office immediately thereafter.

Section 2. A Republican elected official shall administer the following oath to officers being installed:

"I, (name of the officer elect), do solemnly swear that I will support the

Constitution of the United States; that I will be faithful and bear true allegiance to the state of Maryland. I furthermore swear that I will, to the best of my ability, promote and advance the Republican position on issues in the best light possible. I furthermore swear that I will, to the best of my skill and judgment, diligently and faithfully, without partiality or prejudice, execute the office of (office), according to the By-Laws of this club."

ARTICLE X – AMENDMENTS TO CONSTITUTION AND BYLAWS

These Bylaws when adopted by an affirmative vote of two-thirds of the members present at a duly called meeting of the PAC and provided further that a copy of these Bylaws was sent to each member with written notice of its proposed adoption at least seven days prior to meeting. These Bylaws may be amended at any meeting by the affirmative vote of two-thirds of the members, at a duly called meeting and provided further that notice of the purposed amendment was sent to each member of the PAC at least seven days prior to the meeting. The Chair shall file with the State Administrative Board of Election Laws for the State of Maryland a copy of these Bylaws within thirty days after its adoption and shall also file in the same locations a copy of any amendment to these Bylaws within thirty days after adoption.

ARTICLE XI: DISSOLUTION OF THE PAC

The Washington County Republican Club PAC shall use its funds only to accomplish the objectives and purposes specified in these bylaws, and no part of said funds shall inure or be distributed to the members of the organization. On dissolution of the PAC, any funds remaining shall be distributed to the Washington County Republican Central Committee.