

**BYLAWS
OF THE**



**ORANGE COUNTY
REPUBLICAN COMMITTEE**

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(AS AMENDED March 21, 2024)

The objectives of the Orange County Republican Committee are to promote the election of Republican candidates and to promote the Republican philosophy. The following bylaws further these causes:

ARTICLE I • NAME

The name of this organization shall be the Orange County Republican Committee, hereinafter called the "OCRC."

ARTICLE II • ORGANIZATION

The OCRC is organized under and governed by the Plan of Organization of the Republican Party of Virginia ("RPV"), hereinafter called the "State Party Plan" or the "Party Plan." No action of the OCRC or these Bylaws shall conflict with the State Party Plan as amended from time to time; and to the extent that there shall be a conflict, the provisions of the State Party Plan shall prevail.

Where these Bylaws are silent on a business matter or procedure, or conflict with the Party Plan, the Party Plan will govern. If the Bylaws and Party Plan are silent on a matter or procedure, Roberts Rules of Order, latest edition shall govern.

ARTICLE III • OBJECTIVES

The purpose of the OCRC is to:

- 1.) Promote and promulgate the principles of the Republican Party.
- 2.) Seek out and encourage qualified Republican candidates to run for public office.
- 3.) Elect Republican candidates to public office.
- 4.) Assist generally the citizens composing the districts served by the OCRC.
- 5.) Assist elected Republican officials in the execution of their responsibilities.

ARTICLE IV • MEMBERSHIP

Section A: Qualifications

All legal and qualified voters, regardless of race, religion, color, national origin, disability or sex, under the laws of the Commonwealth of Virginia, who reside in Orange County, Virginia, who are in accord with the principles of the Republican Party, and who, if requested, express in open meeting their intent to support its nominees for public office in the ensuing election may participate as members of the OCRC in its mass meetings, party canvass, conventions, or primaries in their respective election districts and are eligible for membership in the OCRC.

Section B: Application (See Appendix A)

- 1.) Each potential member shall submit a signed membership form expressing the applicant's intent to support the nominees of the Republican Party and intent not to serve on any

committee to elect other than the Republican nominee(s). An example of a membership form can be found in Appendix A below.

- 2.) The membership form along with the applicable annual due's payment must be presented to the Chairman or Vice-Chairman of the OCRC prior to a vote of acceptance.
- 3.) The OCRC must approve membership by a majority vote of voting members present at a duly called meeting.

Section C: Dues

Each member of the OCRC shall be required to pay annual dues. The amount will be determined on a yearly basis by approval of the Executive Committee. Membership dues shall be valid for a one (1) year period from August 1 through July 31. Dues are payable on August 1 of each calendar year or whenever a new member joins, without proration. Members shall pay their dues within 30 days of August 1.

Section D: Composition

The OCRC consists of:

- 1.) A Chairman
- 2.) A Vice-Chairman
- 3.) A Treasurer
- 4.) A Secretary
- 5.) A Corresponding Secretary
- 6.) Members

Section E: Removal

- 1.) Any member shall automatically lose his status as a voting member of the OCRC when the member:
 - A. Fails to pay his annual dues by August 31st of each year; or
 - B. Serves on any committee to elect, or endorses, any person or entity other than the Republican nominee for any public office for which there is a Republican candidate. This includes a member who:
 - (1) makes a reportable contribution to;
 - (2) knowingly allows his name to be publicly used by;
 - (3) makes a written or other public statement supporting the election of a candidate in opposition to a Republican nominee in a Virginia General or Special Election; and/or

- (4) becomes a member or an officer of or makes a reportable contribution to any other political party.
- 2.) Any member of the OCRC may be removed for cause by a two-thirds vote of the membership of the OCRC. However, such a person shall be given 30 days' notice in writing that such removal will be sought and the grounds upon which such action is based and signed by not less than one-third of the membership of the OCRC. Such a person shall be given reasonable opportunity to appear and respond to the allegations.

Section F: Appeal

Any person having been removed from the OCRC pursuant to the provisions of Article IV, Section E, Subsections (1) and (2) may appeal to:

- 1.) to the Executive Committee for reinstatement and such appeal may be granted for good and sufficient reason, based on a majority vote of the Executive Committee.
- 2.) If the Executive Committee denies the appeal, the member may request reinstatement upon a majority vote of the of voting members present at the next duly called meeting.

ARTICLE V • OFFICERS

Section A: General

- 1.) The officers of the OCRC shall consist of a:
 - A. Chairman
 - B. Vice Chairman
 - C. Secretary
 - D. Treasurer
 - E. Corresponding Secretary
- 2.) No paid members of campaign staff or the paid staff of the Republican Party of Virginia shall be eligible to hold officer position.

Section B: Duties of Officers

- 1.) The **OCRC Chairman** shall be responsible for the general execution and implementation of the programs and policies of the Committee commensurate with achieving the goals of the Party Plan. In addition, the County Chairman shall:
 - A. Issue calls for Unit Mass Meetings, Party Canvasses or Conventions in accordance with the Party Plan and preside over same until a temporary organization is elected.
 - B. Whenever the Unit Committee is divided between two (2) or more Congressional or Legislative Districts, the OCRC Chairman shall serve on the Congressional or Legislative District Committee of his residence and will appoint an OCRC member

who resides in the other district to serve on its Congressional or Legislative District Committee.

- C. Convene the OCRC no less than once each three-month period and more frequently when the needs of the Party so demand; and
 - D. Appoint two qualified people to make an annual financial review of the books and financial records of the OCRC at the end of each fiscal year, which persons shall report to the OCRC.
- 2.) The **Vice Chairman** shall oversee the organization of all of the precincts in Orange County. The Vice Chairman shall see that a Precinct Captain, Club, or Organization is appointed for each precinct, and shall work with these Precincts to see that they are properly trained, instructed, and supplied. Pursuant to Section F below (Vacancies), the Vice Chairman shall preside over the OCRC in the temporary absence, or disability of the Chairman; and in the event of the Chairman's death, resignation, removal, or inability to act, the Vice Chairman shall act as temporary Chairman.
- 3.) The **Secretary** shall take minutes of all meetings of the OCRC and of the Executive Committee and keep them in his custody. The Secretary shall submit draft copies of each meeting to appropriate members for review before the next scheduled meeting. At the next meeting, the minutes shall be discussed, amended as necessary and approved. The Secretary shall have available for reference at all meetings current copies of the OCRC Bylaws and the Party Plan. The Secretary shall deliver all official records in their custody to his successor within a reasonable amount of time, not to exceed thirty (30) calendar days following expiration of their term in office.
- 4.) The **Treasurer** shall be responsible for the safekeeping and disbursement of all OCRC funds.
- A. The Treasurer shall:
- 1.) be authorized to distribute funds under the following conditions:
 - a. By authority of the Executive Committee at a duly called meeting, provided adequate funds to meet other obligations are clearly identified.
 - b. Upon the authority of the Chairman or the Vice Chairman. the Treasurer shall also have the authority to make expenditures up to a total of \$250.00.
 - 2.) present at each OCRC meeting a report covering the period since the preceding meeting. The Treasurer shall present an annual report to the OCRC at the end of the scheduled year. The Treasurer's books shall be subject to an annual financial review by two persons designated by the County Chairman. The designees conducting the financial review will attest to correctness to the OCRC, with a copy to the Treasurer.
 - 3.) keep proper records, which are open to inspection by any member of the OCRC at all reasonable times, and upon reasonable notice. The Treasurer shall deliver all official records in their possession to their successor within a reasonable amount of time, not to exceed thirty (30) calendar days following expiration

of this term.

B. The Treasurer and the County Chairman are empowered to open and manage a bank account in the name of the OCRC and to make deposits and withdrawals from such account.

5.) The **Corresponding Secretary** shall be responsible for initiating or receiving official correspondence from RPV, or any other recognized state, district, or county committee, where permissible.

Section C: Election

1.) The County Chairman and members of the OCRC shall be elected at the county mass meeting, party canvass, convention or primary called for the purpose of electing delegates to the Biennial District Convention in the appropriate Congressional District or Districts of Virginia, and they shall hold office for two years from the time of their election until successors are selected, or unless sooner removed.

2.) The Vice-Chairman, Treasurer, and Secretary will be elected at the first meeting following the mass meeting, party canvass, convention, or primary by majority vote and will serve for 2 years from the time of election. The Corresponding Secretary shall be appointed by the OCRC Chairman.

Section D: Removal

The Chairman or any other officer of the OCRC may be removed for cause from office by a two-thirds vote of the membership of the OCRC. However, such a person shall be given 30 days' notice in writing that such removal will be sought and the grounds upon which such action is based and signed by not less than one-third of the membership of the OCRC. Such person shall be given reasonable opportunity to appear and respond to the allegations prior to a vote of the membership.

Section E: Finances

1.) The OCRC will operate on a pay as you go basis and will not incur debts or obligations which cannot be paid from funds on hand upon receipt of bills.

2.) The OCRC will not be responsible for the campaign debts of any candidate. The fiscal year will begin January 1 of each year.

Section F: Vacancies

1.) Upon the death, resignation, or removal of the Chairman, the Committee shall call a special meeting of the OCRC to be held within 30 days for the purpose of voting to elect a new County Chairman to fill the unexpired term.

2.) Vacancies in the office of Vice Chairman, Secretary and Treasurer shall be filled by the Committee.

3.) Members may be elected to fill any vacancy at any regularly scheduled meeting of the OCRC provided that notice of such existing vacancy shall be given with the call for the meeting.

Section G: Records and Equipment:

Officers of the OCRC have a fiduciary duty to safeguard the equipment and business records of the OCRC. Business records include, but are not limited to: financial records, membership rosters, and personal identifiable information. Business records do not include personal notes taken by Officers or materials produced from a source outside of OCRC but made available for distribution at a meeting of the OCRC (e.g., campaign flyers). To ensure that the duty is met and the continuity of OCRC operations:

- 1.) Except as required by law, the RPV, or these Bylaws, Officers of the OCRC shall not release any business records to the public or allow business records or copies thereof to leave their custody.
- 2.) Members will have a right to view and take notes of all business records and equipment maintained by an Officer of OCRC. However, making copies, photographs, or otherwise reproducing a likeness of the record is prohibited.
- 3.) Within (10) calendar days following the expiration or removal of an Officer, the Officer shall deliver all business records and equipment to a designated current Officer of the OCRC, who will maintain such records and/or equipment until a successor Officer is duly elected or appointed.
- 4.) Upon taking office, Officers will affirm in writing, to turn over business records or equipment at the conclusion of their term in office.

ARTICLE VI • MEETINGS

Section A: General

The OCRC shall meet at least once in each quarter of the year. The spring meeting shall be the Annual meeting. Additional meetings as may be required shall be called by the County Chairman or upon petition of one-third of the members of the OCRC.

Section B: Notice

Meetings of the OCRC shall be held upon seven days' written notice (via USPS mail or email), with an agenda enclosed, to the membership as recorded on the official membership list prepared and maintained by the Secretary.

Section C: Proxy

A member of the OCRC may be represented at OCRC meetings by a proxy, subject to the following conditions:

- 1.) There shall be no proxies for a Unit Mass meeting, Unit Party Canvass, or Unit Convention.
- 2.) All proxies shall be in writing, signed by the maker, substantially in the following form or using the form in Appendix B:

I, (Name of OCRC member), of (Address) do hereby appoint (Name of Proxy) of (Address) my attorney in fact, to vote as my proxy at a meeting of the Orange County Republican Committee to be held on the (day) day of (Month), 20(YR), or any subsequent adjourned meeting or postponed date. This proxy may be withdrawn by the committee member at any time prior to its exercise. It is withdrawn if I am personally at the meeting or extension.

Signed this (day) day of (Month), 20(YR).

(Signature)

(Witness)

(Witness Address)

Section D: Voting by Ballot.

At any election where there is more than one candidate for OCRC office, the vote shall be taken by paper ballot accomplished by roll call of membership of the OCRC with each member coming forward to cast the paper ballot when his name is called. No votes shall be precast. In the event of a tie during any ballot vote, subsequent votes shall be taken until a majority is reached.

Section E: Quorum

A minimum of fifteen (15) percent of the voting members of the OCRC shall constitute a quorum for the transaction of business. If a quorum is not present in person or by proxy at a called meeting, a majority of the members of the Executive Committee present in person are authorized and empowered to transact all necessary business on behalf of the OCRC.

ARTICLE VII • EXECUTIVE COMMITTEE

Section A: Membership

- 1.) The Executive Committee shall consist of the following voting members:
 - A. County Chairman
 - B. Vice Chairman
 - C. Secretary
 - D. Corresponding Secretary
 - E. Treasurer

- F. Immediate Past Chairman (if still a resident of Orange County)
 - G. A designated member from each federated Orange County Republican Club.
- 2.) The Executive Committee may include any of the following ex officio (nonvoting) members if they so request:
- A. The Chairman of any Young Republican Group of Committee from any high school located in Orange County.
 - B. The Chairman of any College Republican Group or Committee from any college or university located in Orange County.
 - C. The Precinct Captain for each of the Orange County voting precincts.

Section B: Duties

The Executive Committee shall carry on the business of the OCRC in conformity with the policies and programs of the Republican Party. It shall have the general power to administer the affairs of the OCRC between business meetings and shall report issues to the OCRC.

Section C: Voting

A majority of the voting members of the Executive Committee shall constitute a quorum for the transaction of business.

Section D: Meetings

Meetings of the Executive Committee shall be held upon prior written Call of the Chairman or of four members of the Executive Committee unless a majority of the Executive Committee decides such a meeting is not necessary.

ARTICLE VIII • COMMITTEES

Special Committees may be established by the OCRC Chairman with the approval of the majority of the Executive committee. There will be a standing committee designated for "Member Services and Outreach" and another designated "Education and Information". The Vice Chairman will oversee these respective committees.

ARTICLE: IX • CONSTRUCTION

The use of nouns and pronouns within these Bylaws shall be construed to denote either gender.

ARTICLE X • AMENDMENTS

These Bylaws may be amended by a two-thirds vote of those members of the OCRC who are present and voting at a duly called meeting, provided that a copy of such proposed amendments shall be mailed or emailed to the membership along the official notice of such meeting.

APPENDIX A



Orange County Republican Committee

Membership Application (Aug – July)

Please submit one application per applicant, unless applying for spousal membership. Upon completion, return this form and the appropriate payment to:

**Orange County Republican Committee
P.O. Box 91,
Orange, VA 22960**

Please make checks payable to “Orange County Republican Committee”

Name(s): _____

Address: _____

Town: _____ **State:** _____ **Zip:** _____

Telephone: (_____) _____ **Email Address:** _____

Membership Type (Select One):

Fee:

Individual Membership	\$25.00
Spousal Membership	\$40.00
Youth Republican (Age 18-30)	\$15.00

I/we, the undersigned, hereby certify that as of the date below I am a legal resident and duly registered voter of Orange County, Virginia. I am in accordance with the principles of the Republican Party, and I intend to support the nominee of the Republican Party in the upcoming General Election. In applying, I agree to uphold the principles of the Republican Party as expressed in the Virginia Republican Creed.

Signature

Signature 2 (Spousal applicants only)

Date

Date

APPENDIX B



Orange County Republican Committee

Proxy Designation Form

I, _____, of _____
(Member Name) (Member Address)

do hereby appoint _____ of _____
(Proxy Name) (Proxy Address)

_____ my attorney in fact, to vote as my proxy at

a meeting of the Orange County Republican Committee to be held on the _____ day of
(Day)

_____, 20____, or any subsequent adjourned meeting or postponed date.
(Month) (Yr)

This proxy may be withdrawn by the committee member at any time prior to its exercise. It is

withdrawn if I am personally at the meeting or extension.

Signed this _____ day of _____, 20____.
(Day) (Month) (Yr)

Member Name

Witness Name

Member Signature

Witness Signature

Witness Address (Street)

Witness Address (City, State, Zip)