

BYLAWS
OF THE
MICHIGAN NINTH CONGRESSIONAL DISTRICT
REPUBLICAN COMMITTEE
DATED APRIL 26, 2023

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ARTICLE I

NAME

This Committee shall be known as the Michigan Ninth Congressional District Republican Committee, also known as the Republican Committee of the 9th and hereinafter referred to as the "District Committee" or "Committee".

ARTICLE II

PURPOSE

The purpose of this committee shall implement an effective form of local, county, district and state government that works for and serves the Republican citizens of Michigan by:

1. Performing all duties delegated by law or Michigan state party rules, and such other duties not prohibited by law or state party rules, as will benefit the general welfare of the Republican Party, Republican delegates, and Republican voters in the 9th Congressional District of Michigan.
2. Coordinate the affairs and business of the District Committee.
3. Adopt bylaws by which the District Committee shall be governed.
4. The District Committee shall identify, support, and strive to elect Republican candidates, who will be expected to adhere to and vote in accordance with the National Republican Platform to public office.
5. Provide a vehicle for Republicans residing in the 9th Congressional District of Michigan to influence the direction, purpose, and goals of the Republican Party.
6. Support Republican Party candidates seeking elective office at the local, county, state, and federal levels, as determined by the District Committee in all special, primary, and general elections. Candidates for office shall agree to vote in accordance with and abide by the U.S. Constitution and the current GOP Party Platform as established at the latest Republican National Convention.
7. Raise funds necessary to support the financial requirements of the District Committee and support Republican Party Candidates, as determined.

ARTICLE III

Membership

Membership Requirements. Each member of the District Committee shall be a resident of and a registered voter in the 9th Congressional District of Michigan. All members shall take an oath of office in accordance with and to abide by the U.S. Constitution and the current GOP Party Platform as established at the latest Republican National Convention, unless 75% of members vote against such requirements.

REGULAR MEMBERS:

The District Committee shall be those fifteen (15) persons elected as regular members, the officers (Chairman, Vice Chairman, Secretary, and Treasurer) and six (6) persons elected to the Michigan Republican State Committee, at the district caucus at the time of the spring State Convention in every odd-numbered year as provided by law.

HONORARY MEMBERS:

Persons who meet the qualifications for membership on the District Committee may be elected as Honorary Members of the District Committee by a majority of the Committee Members present at any regularly called meeting. Honorary Members can be accorded the right to speak at meetings and to advise the District Committee on matters before it, but they do not have any voting rights on the District, Standing or Special Committees.

ARTICLE IV

Officers

- A. Officers. The District Committee shall have the following officers, none of whom need be a duly selected or an elected member of the Committee, prior to becoming an officer of the Committee:
1. Chairman; Vice Chairman; Secretary; Treasurer
- B. Election of Chairman: The person elected at the district caucus at the time of the spring State Convention in every odd-numbered year as provided by law. He/she shall have the right to vote on all matters which come before the Committee.
- C. Appointment Of Vice Chairman, Secretary, Treasurer. The Vice Chairman, Secretary, Treasurer shall be appointed by the Chairman and shall hold office until their successors are elected and qualified. They shall have the right to vote on all matters which come before the Committee.
- D. Election Method For Filling Vacancies. In the event the office of Chairman, Vice Chairman, Secretary or Treasurer becomes vacant, a successor shall be elected by the District Committee. A single nomination may be made by any regular member. The vacancy will be filled with the nominee who secures the majority vote.

ARTICLE V

Duties Of Officers

- A. Chairman. The Chairman shall preside at all meetings of the District Committee. If the Chairman is unable to preside at a meeting of the District Committee, the Chairman shall appoint either the Vice Chairman or Secretary to preside. The Vice Chairman and Secretary are the Chairman's designees. The Chairman or his/her designee shall sign all contracts, agreements, and documents, submit reports to the District Committee at committee meetings. He/she may conduct interviews with any employees to be hired, should he/she deem it necessary in order to complete the business of the Committee. All such employee hires will require a majority vote of the District Committee. He/she will perform other duties to carry out Committee purpose as these Bylaws provide and as the Committee shall from time to time designate. The Chairman shall have the ability to spend up to \$500 on up to 2 different occasions within the calendar year for such expenses that may arise without having the prior consent of the District Committee. He/she will prepare a proposed, detailed line-item budget which will be presented to the District Committee at least 10 days in advance of any meeting in which a majority vote will take place for its approval.
- B. Vice Chairman. The Vice Chairman (and in his/her absence the Secretary) shall have like power as the Chairman in the absence of the Chairman and shall perform such other duties as the District Committee may determine. If neither the Vice Chairman or the Secretary are present in the Chairman's absence, the Chairman shall appoint a member of the District Committee to perform the duties of the Chairman.
- C. Secretary. The Secretary shall keep an accurate record of the minutes of each meeting of the District Committee and of the reports of the subcommittees, shall give notice to the membership of all meetings, make written report to the Committee at each meeting, perform such other duties as these Bylaws provide and as this Committee shall from time to time require. If the Secretary is unable to perform his/her duties, the Chairman shall appoint a member of the District Committee to perform the duties of the Secretary.
- D. Treasurer. The Treasurer shall comply with all applicable laws and receive all monies paid to the District Committee and deposit the same in the name of the Committee in a bank 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, sign and execute contracts, agreements and documents with the Chairman in the manner set forth in paragraph (A) above, keep accurate account of all receipts and disbursements in proper books, which books shall at all times be open to inspection and examination of the Committee, shall render statements of the financial condition of the Committee to the Committee at each meeting, make an Annual Statement as required statutorily, have books audited or reviewed for each preceding election cycle by certified public accountants proposed by the Chairman and approved by the District Committee by majority vote. Treasurer shall have a vice treasurer elected by EC, who shall have access to bank records, monies.
- E. All Officers shall turn over to his/her 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 within 12 hours after end of term or resignation.

ARTICLE VI

Duties Of Members and Officers

A. Removal Of Members.

1. Removal of District Committee Member. Any member may be removed as a member of this Committee by the Committee upon a seventy-five percent (75%) vote of the Committee present and voting as 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 a member, a petition requesting that such a vote be taken, bearing the signatures of at least fifty percent (50%) of the entire Committee shall be filed with the Chairman (or, if the Chairman is the member in question, then such petition shall be filed with the Secretary). Any Member who is subject to potential removal must be given notice as defined by Article VIII, paragraph G (“Notices”).

2. Procedures for Removal. Removal by the District Committee must follow as described as above (paragraph 1 of Article VI). Removed Officer or Member shall turn over any funds, money and books, accounts, files, letters, papers, and other property pertaining to or associated with the affairs and business of the Committee within 12 hours upon receiving such notification to the Chairman, Vice Chairman or Secretary of the District Committee. 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.
3. Successor. In the event of the removal of any member or officer, the vacancy shall be filled in accordance with Article VII.

ARTICLE VII

Vacancy

A. Vacancy of Regular Members and Officers

1. Process and Procedures:
 - a. All vacancies shall be filled by election, held not less than fifteen (15) days or more than forty-five (45) days after the vacancy has been determined to have occurred.
 - b. The permanent or temporary secretary shall provide written notification to all District Committee Members at least 7 days in advance of the date of the next special or regular meetings in which the election is to take place.
 - c. The District Chairman, or any District Committee Member may nominate a candidate to fill the vacancy. Nominees must reside and be a registered voter inside the 9th District, only those persons who have indicated both a willingness and ability to serve on the District Committee may be nominated.
 - d. Any regular member may request a special meeting affording all regular members an opportunity to interview nominees.
 - e. All nominees must be treated and considered on equal terms.
 - f. Vacancies shall be filled by election by a simple majority of the District Committee of those present and voting at the next special or regular meeting.
 - g. The person elected shall serve the remainder of the term. No proxy votes shall be permitted.

1. Vacancy Chairman Vacancy

If a vacancy exists of the District Chairman, the Vice Chairman of the District Committee will act as temporary Chairman until the election takes place. Preferably nominations to fill a permanent Chairman vacancy should come from the existing District Committee Membership.

2. Vacancy of Vice Chairman, Secretary or Treasurer

If a vacancy exists of the officers of a Vice Chairman, Secretary, or Treasurer the District Chairman shall make a temporary appointment to fill the vacancy until the election takes place.

ARTICLE VIII

Meetings

- A. Regular Meetings. There shall be at least five (5) meetings of the District Committee in each calendar year.
- B. Special Meetings. Special meetings of the District Committee may be called by the Chairman when the business of the Committee requires the same, and the Chairman shall call a special meeting of the Committee on written request of one-third of the members of the Committee, jointly or severally, within 15 days after such written request has been filed with the Chairman. Upon failure to do so, any such member can give notice five (5) days before such meeting. Notices of special meetings shall state the purpose of such meetings and shall be sent to Members in accordance with paragraph G of this Article (“Notices”).
- C. Quorum. A majority of the total membership of the Committee present in person or by proxy shall constitute a quorum to transact all business of the Committee.
- D. Proxy Voting. Regular members 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. Any person voting a proxy must be a registered voter and resident of the Ninth Congressional District. If any person chooses to vote by proxy at a meeting held pursuant to this section, written authorization to vote by proxy must be received by the Chairman prior to the commencement of such a meeting. Voting by Proxy is prohibited to fill any vacancy or remove any member of the District Committee.
- E. Meetings By Conference Telephone Or Similar Communications Equipment. Any meeting called by the Chairman may be by a conference telephone or similar communications equipment by which all persons participating in the meeting may hear each other if all participants are advised of the communications equipment and the names of the participants in the conference are divulged to all participants. Participation in a meeting held pursuant to this section constitutes presence in person at the meeting.
- F. Voting: The voting mechanism or type of vote will be governed by Robert's Rules of Order, Newly Revised.
- G. 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, or personal delivery. Additionally, there will be honest and earnest attempts made by telephone and text messaging to notify all members of the District Committee of any regular or special meetings and any other notification that pertains to the business of this committee.

ARTICLE IX

Standing and Special Committees

- A. Standing Committees. There shall be at least three (3) standing committees of this District Committee and form any other special committees which the District Committee deems appropriate. Any member of the District Committee may voluntarily join any standing committee as a regular member of such committee upon

the first regular meeting that committee assignments are established. However, the power of the removal of a regular member from such standing committee is vested to the members of such committee by a simple majority vote. All members of the District Committee may attend any such meetings as an observer, regardless of status of being a regular member or not. It shall be the responsibility of the Standing Committee Chairman to notify all District Committee members of such meetings to ensure the rights of observation.

1. Policy Committee. This committee shall consist of at least the one member appointed to the State Executive Committee, who shall report back or provide a briefing, at least bi-annually to the full District Committee on the State Party's Policy Committee updates and make recommendations in accordance thereof. Additionally, this committee will be responsible for drafting any necessary amendments to the District Committee bylaws. It will also help in drafting resolutions deemed necessary by the full District Committee.
 2. Budget Committee. This committee shall consist of at least one member appointed to the State Executive Committee, who shall report back or provide a briefing, at least bi-annually to the full District Committee regarding any pertinent or important information of the State Party's Budget Committee that would directly impact the District Committee. Additionally, this committee shall maintain budget control, review, and approve financial spending, and promote sound fiscal policy for the District Committee.
 3. Issues Committee. This committee shall consist of the one member appointed to the State Executive Committee, who shall report back or provide a briefing, at least bi-annually, to the full District Committee regarding any pertinent or important information of the State Party's Issue Committee that would directly impact the District Committee. This committee shall also research, study and evaluate issue positions that directly relates to the Republican constituency of the Ninth Congressional District.
- B. Special Committees. At all times, any member of the District Committee shall have the sole discretion to create special committees. The responsibilities of establishing the special committee will be delegated to the member that deemed it necessary. Any member of the District Committee may voluntarily join any special committee as a regular member upon its establishment. However, the power of the removal of a regular member from such special committee is vested to the members of such committee by a simple majority vote. All members of the District Committee may attend any such meetings as an observer, regardless of status of being a regular member or not. It shall be the responsibility of the Special Committee Chairman to notify all District Committee members of such meetings to ensure the right of observation.
- C. Notice Of Standing or Special Committee Meetings. Notice of meetings of each standing or special committee shall be sent from its Chairman to the full District Committee at least five (5) days before the date of the meeting in accordance with Article VIII, paragraph G ("Notices").

ARTICLE X

Parliamentary Authority

Robert's Rules of Order, Newly Revised, shall govern the conduct of all meetings of the Committee and its standing committees, except as provided in these Bylaws or by law.