

MOORE COUNTY REPUBLICAN MEN'S CLUB

AMENDED AND RESTATED BYLAWS

Effective January 1, 2016

ARTICLE I – NAME

The name of this organization shall be MOORE COUNTY REPUBLICAN MEN'S CLUB. It shall be referred to as "MCRMC" or "the Club" in these Bylaws.

ARTICLE II – OBJECTIVES

The objectives of MCRMC are to

- (1) Promote respect for and adherence to the Constitutions of the United States of America and the State of North Carolina.
- (2) Promote the principles of freedom, equality, justice, and limited government upon which the United States of America was founded.
- (3) Promote an informed electorate through political education and activity;
- (4) Increase the number of registered Republicans in the electorate;
- (5) Increase the effectiveness of men in the cause of good government through active political participation;
- (6) Foster loyalty to the Republican Party and promote its principles and candidates in all elections including nonpartisan elections;
- (7) Elect Republican candidates to office; and
- (8) Encourage volunteers to participate in the activities of the Moore County Republican Party and in the campaigns of those running for office as Republicans.

ARTICLE III – POLICIES

The following policies shall govern the actions of MCRMC, its Executive Committee, and its Members.

- (1) Neither MCRMC nor its Executive Committee shall endorse or contribute to any candidate for nomination in a primary election.
- (2) Subject to Section (3) below, in the case of a non-partisan election, neither MCRMC nor its Executive Committee shall endorse or contribute to a Republican running in opposition to another Republican.
- (3) Notwithstanding Section (2), MCRMC and its Executive Committee may endorse and contribute to a candidate who has been endorsed by the North Carolina Republican Party and who is running in opposition to another Republican in a non-partisan election.
- (4) Except for the President, members of the Executive Committee as private individuals may endorse or contribute to any candidate whom MCRMC is prohibited from endorsing under the previous provisions.
- (5) The name of MCRMC may not be used in support of any candidate whom MCRMC is prohibited from endorsing under the previous provisions.
- (6) MCRMC shall not advocate a split-party ticket nor support a candidate running on any opposition ticket.
- (7) No Member of MCRMC may obligate the funds of the Club for any purpose in an amount which exceeds the sum allocated for that purpose in the Club's approved Annual Budget, without prior approval of the Executive Committee.

ARTICLE IV – MEMBERSHIP AND DUES

- (1) MCRMC shall have the following categories of members:
 - (a) Regular Members, being men who are registered to vote as Republicans, upon payment of annual dues.
 - (b) Associate Members, being women who are registered to vote as Republicans and other individuals who are registered to vote in North Carolina as Unaffiliated voters but who subscribe to the principles of the Republican Party, upon payment of annual dues. Upon registering as a Republican, a man who is an Associate Member shall be reclassified as a Regular Member.
 - (d) Charter Members, being Regular Members who joined MCRMC in 1996.
 - (e) Honorary Members, being any Republican Governor of North Carolina from the date of his or her inauguration and for the remainder of his or her life, any Republican U. S. Senator from North Carolina and any Republican Representative in Congress from a District in which all or part of Moore County is located during his or her term of office as Senator or Representative, and former Congressman Howard Coble during the remainder of his lifetime. The Executive Committee is authorized to designate additional Honorary Members who, as Republicans, have distinguished themselves by extraordinary service to the United States of America or to the State of North Carolina. Honorary Members shall not be required to pay dues.
- (2) Any one registered to vote in a State other than North Carolina, the voter registration records of which are not readily available to the Club, may be admitted to membership upon his or her representation that he or she is registered to vote as a Republican.
- (3) Any Member who changes his or her registration to no longer be a Republican or Unaffiliated voter shall be removed from membership in the Club.
- (4) The fiscal year of the Club shall be the calendar year.
- (5) Members are required to pay dues for each fiscal year in an amount determined by the Executive Committee. Any one admitted as a Member for the first time on or after September 1st of any fiscal year, however, shall not be required to pay dues for the following fiscal year.
- (6) Any Member who has not paid his or her dues by April 1st of any fiscal year shall be removed from membership in the Club.

ARTICLE V – MCRMC MEETINGS

- (1) Unless otherwise determined by the Executive Committee, Regular Meetings of MCRMC shall be held monthly in each month except July and August.
- (2) A quorum required to conduct business at any Meeting shall be 25% of the Regular Members of the Club and only Regular Members will be permitted to vote.
- (3) Any business conducted at a Meeting of the MCRMC shall be in accordance with Robert's Rules of Order.
- (4) Guests, visitors, and prospective Members may be allowed to attend Regular Meetings of MCRMC, but shall not participate in the conduct of any business at those Meetings.
- (5) Non-Republican political candidates, office holders, party officials, or the representatives of any of them, shall not be permitted to address the Club or distribute political materials at any MCRMC meeting or event.

ARTICLE VI – EXECUTIVE COMMITTEE

- (1) The Executive Committee shall be the governing body of MCRMC.

- (2) The voting members of the Executive Committee shall consist of the President, Vice-President of Membership, Vice-President of Programs, Secretary, Treasurer, four Members-At-Large, and the immediate Past President.
- (3) Ex-officio members of the Executive Committee shall consist of the Chairman of the Moore County Republican Party, and the appointees described in ARTICLE IX.
- (4) Ex-officio members of the Executive Committee shall not be entitled to vote. The President shall only exercise his right to vote in the case of a tie. No one shall be allowed to vote by proxy.
- (5) The Executive Committee shall meet at the call of the President or upon the call of one-half of the voting members of the Executive Committee as communicated by them to the President and the Secretary.
- (6) A quorum of six voting members is required for the Executive Committee to conduct business.
- (7) The duties of the Executive Committee are as follows:
 - (a) Conduct the day-to-day activities of the Club.
 - (b) Adopt an annual budget for the Club based on the proposal made by the Treasurer in accordance with Section (5)(e)(ii) of Article VII.
 - (c) Approve the disbursement of funds in excess of \$250.00.
 - (d) Subject to the provisions of ARTICLE III, contribute to the Moore County Republican Party, other Republican organizations, and to the campaigns of Republican candidates, in such amounts and at such times as the Executive Committee determines.
 - (e) Exercise control of MCRMC operations, funds, and other property.
 - (f) Determine the amount of, and pay the premium for, a bond for the Treasurer.
 - (g) Create and charge temporary committees.
 - (h) Remove from office by two-thirds vote any Officer, Executive Committee member, or other Committee member (i) who, without regard to fault, has failed to fulfill his duties and responsibilities, (ii) who has brought discredit on MCRMC, or (iii) who becomes a candidate for public office and if, in the sole discretion of the Executive Committee, his candidacy would adversely affect the Club.
- (8) In the event that the President determines that Executive Committee action must be taken prior to its next regularly scheduled meeting, he may electronically submit a motion to the voting members of the Executive Committee. The motion shall be deemed to be approved upon receipt of electronically submitted affirmative replies by six voting members. The Secretary will record the action so taken in the minutes of the next regularly scheduled meeting of the Executive Committee.

ARTICLE VII – ELECTED OFFICIALS AND THEIR DUTIES

- (1) MCRMC shall have five elected Officers, being the President, Vice President of Membership, Vice-President of Programs, Secretary, and Treasurer, and four other elected officials, being the Members-At-Large of the Executive Committee.
- (2) Each elected official shall be a Regular Member, shall ordinarily be nominated at the Regular Meeting held in November, shall ordinarily be elected and installed at the Regular Meeting held in December, and shall serve for a term of one calendar year or, if later, until his successor has been installed.
- (3) Except for the Secretary and the Treasurer, no elected official may hold the same office for more than two terms or part of a term. The Secretary and the Treasurer may hold his respective office for no more than three terms or part of a term.
- (4) In the event an elected official dies, resigns, or is removed from office, the Nominating Committee shall nominate a Regular Member to complete the elected official's term. An election to fulfill a vacancy may be held at the same Regular Meeting at which the nomination is made.
- (5) In addition to their responsibilities as members of the Executive Committee, the elected officials shall have the following duties:

- (a) The President shall
 - (i) preside over all meetings;
 - (ii) represent MCRMC at all times, or in his absence or inability to do so, designate a member of the Executive Committee to be his representative;
 - (iii) appoint a temporary chairman of the Nominating Committee;
 - (iv) make the appointments described in Article IX;
 - (v) serve as an ex-officio member of all Club committees; and
 - (vi) sign all contracts and documents authorized by the Executive Committee.
- (b) The Vice-President of Membership shall
 - (i) succeed to the office of President if the President dies, resigns, or is removed;
 - (ii) assist the President and represent him when required;
 - (iii) assume temporarily the duties of the President in his absence;
 - (iv) form and chair the Membership Committee; and
 - (v) provide a monthly report to the Executive Committee regarding new members.
- (c) The Vice-President of Programs shall
 - (i) assist the President and represent him when required;
 - (ii) assume temporarily the duties of the President in the absence of both the President and the Vice-President of Membership;
 - (iii) be responsible for arranging the program for the Regular Meetings of the Club; and
 - (iv) at his discretion, form and chair a Publicity Committee.
- (d) The Secretary shall
 - (i) Maintain adequate records of the proceedings, policies, and business of the Club including the minutes of the Executive Committee meetings;
 - (ii) maintain a record of those who attend Regular Meetings of the Club and meetings of the Executive Committee;
 - (iii) maintain an accurate database of MCRMC members;
 - (iv) notify all Members who are delinquent in the payment of dues in sufficient time to permit those Members to satisfy their dues obligation prior to being removed from membership; and
 - (v) maintain an up-to-date file of MCRMC bylaws, reports, policies adopted by the Executive Committee, and other pertinent documents and information.
- (e) The Treasurer shall
 - (i) be the custodian of all MCRMC funds;
 - (ii) propose an annual budget at the first Executive Committee meeting of the calendar year;
 - (iii) disburse funds of \$250.00 or less or funds in any amount when so directed by the Executive Committee;
 - (iv) maintain records of all receipts and disbursements along with supporting documentation;
 - (v) cause an annual review of the financial records of the Club to be conducted by a qualified individual for the purpose of determining that those records are in order;
 - (vi) submit a report of receipts, disbursements, and funds on hand at each meeting of the Executive Committee; and
 - (vii) comply with all of the requirements imposed upon treasurers of political committees by Federal and North Carolina law and by the North Carolina Board of Elections.

ARTICLE VIII – NOMINATING COMMITTEE AND ELECTIONS

- (1) Upon assuming office for a new term, the President shall appoint a temporary chairman of the Nominating Committee.
- (2) The temporary chairman shall select four other members of the Nominating Committee, which when constituted shall include the Immediate Past President of the Club and at least one other member who served on the previous Nominating Committee. The Nominating Committee as so constituted shall select a permanent chairman. In the event of a vacancy on the Nominating Committee, the remaining members shall select a replacement member.
- (3) The Nominating Committee shall be responsible for preparing a slate of elected officials who are willing to serve in the offices to which they are nominated. Nominees must be Regular Members of the Club. To the extent possible, the nominee for President shall be a sitting member of the Executive Committee. To the extent practical, other nominees should consist of both sitting members of the Executive Committee and other Club Members.
- (4) The Nominating Committee shall present its slate of nominees at the Regular Meeting of the Club held in November of each year. Upon presentation of the slate, the President shall call for additional nominations from the floor for the position of any elected official. In the event a Regular Member is so nominated and seconded, he shall stand for election at the Regular Meeting of the Club held in December, provided he agrees to serve if elected. No additional nominations may be made after the completion of the call for nominations.
- (5) Elections shall be conducted at the Regular Meeting of the Club held in December of each year. Elections shall be by voice vote. If, however, there is more than one candidate for an office, the election shall be by written ballot, with a plurality of the ballots cast to determine the successful candidate.
- (6) Successful candidates shall be installed at the Regular Meeting of the Club held in December of each year at which time an oath of office shall be administered to those elected officials then present.
- (7) In the event of a vacancy in the office of an elected official, the Nominating Committee shall convene immediately and shall select a Regular Member to complete the term of the office which has been vacated. The nomination and election of the individual so selected shall take place at the next Regular Meeting of the Club in the manner described in Section (4) of Article VII.

ARTICLE IX – OTHER COMMITTEES AND APPOINTED OFFICIALS

- (1) In addition to the Nominating Committee, the Club shall be served by the following standing committees:
 - (a). The Calling Committee which is responsible for receiving membership reservations for meetings;
 - (b) The Newsletter Committee which is responsible for preparing a regularly issued newsletter and other communications to publicize Club meetings and activities as well as other matters of interest to Republicans; and
 - (c) The Membership Committee which is chaired by the Vice-President of Membership and which is responsible for recruiting and maintaining Club Members.
- (2) The President shall appoint the Chairmen of the Calling Committee and the Newsletter Committee. Unless already serving as a member of the Executive Committee, these Chairmen shall be ex officio members of the Executive Committee. The Chairmen of the standing committees, in consultation with the President, may appoint additional members to their respective committees as they deem necessary.
- (3) The President shall appoint a Chaplain whose responsibility is to deliver the invocation at all Executive Committee meetings, deliver the blessing before the meal served at Regular Meetings of the Club, and

memorialize those members who have died. The Chaplain shall be an ex officio member of the Executive Committee.

(4). The President shall appoint a Webmaster who is responsible for maintaining the Club's website and providing technology information to the Executive Committee. The Webmaster shall be an ex officio member of the Executive Committee.

(5) The President may, if he finds it necessary, appoint a Parliamentarian who shall be responsible for ruling on procedural issues and who shall be responsible for interpreting and recommending changes to these Bylaws.

ARTICLE X- AMENDMENTS

These Bylaws may be amended from time to time by a two-thirds votes of the Regular Members present and voting at a Regular Meeting of the Club, provided that a copy of the proposed amendment has been given to the membership electronically or by mail at least 30 days prior to the Meeting. Notwithstanding the previous sentence, the Executive Committee shall have the authority to correct any spelling, grammatical, typographical, or similar mistakes appearing in these Bylaws, provided that the substance and meaning of these Bylaws are not changed.

EFFECTIVE DATE

The effective date of these amended and restated Bylaws is January 1, 2016.

Approved by the Moore County Republican Men's Club at its regularly scheduled meeting on May 19, 2016.