

MADISON COUNTY CENTRAL COMMITTEE
BYLAWS
AS AMENDED ON JUNE 10, 2023

I. CENTRAL COMMITTEE

- Sec. 1 The Central Committee (Committee) shall be the governing body of the Madison County Central Committee and shall manage the affairs of the Committee in accordance with the constitution and bylaws of the Committee, the constitution and bylaws of the Republican Party of Iowa, and state and federal law.
- Sec. 2 Membership of the Committee shall consist of persons who are members of the Republican Party in Madison County and who have been elected or appointed as prescribed in these bylaws.
- Sec. 3 Members of the Committee (Members) shall be elected by the qualified electors from the precinct who are in attendance at the biennial precinct caucus or as otherwise provided by law.
- Sec. 4 Members shall serve a term of two (2) years or until their successor is elected or appointed as provided in these bylaws.
- Sec. 5 Members shall be allocated to the Committee from each precinct in the ratio of 1 Member per 100 registered Republicans voters in such precinct as of the most recent general election, rounded to the closest 100.
- Sec. 6 If a precinct has less than 200 registered Republican voters as of the most recent General Election, such precinct shall have a minimum of two Members.
- Sec. 7 If a vacancy or vacancies exist in the representation of a precinct, the Committee may appoint Members-At-Large who shall serve until the sooner of a Member from the precinct is appointed or the next precinct caucus.
- Sec. 8 If there are no vacancies on the Committee, the Committee may appoint Associate Members, who shall be non-voting Members, to assist the committee to carry out its mission and goals.
- Sec. 9 In the event a Member fails to perform the duties enumerated in Article VII of these bylaws as determined by a majority vote of the Committee, the Member shall be removed from the Committee in accordance with the procedures outlined in Article VII and the position declared vacant.

SEC. 10 The Committee will support Republican candidates who pledge to adhere to and govern in accordance with the Iowa state Republican party platform.

SEC. 11 The committee may, within the committee's jurisdiction, hold elected Iowa Republican officials at all levels of government accountable for their governance actions which are contrary to the Iowa and Madison County Republican platforms.

SEC. 12 The Madison County GOP Central Committee may use any and all of its resources, and any and all mediums, including but not limited to, newspapers, radio, TV, mass mailings, telemarketing, social media, etc., to increase GOP membership and to achieve its objectives.

II. OFFICERS

Sec. 1 The elected officers of the committee shall be the Chair, Co-chair, Secretary, and Treasurer.

Sec. 2 The Officers whose terms shall be for a period of two (2) years shall be elected from within the members of the Committee at a Committee meeting immediately following each General Election, but no later than the following March.

Sec. 3 In the event of a vacancy in any Office, the Committee shall elect a successor at its next meeting who shall serve the remainder of the unexpired term. In the event that all Offices are vacant or in the event of a vacancy in any one Office for a period of more than 30 days, a meeting for the purpose of filling vacancies may be called by the Chair of the District Executive Committee.

Sec. 4 DUTIES OF THE OFFICERS

a. The Chair shall preside at all meetings for the Committee and serve as its spokesperson. The Chair shall provide the leadership and direction necessary for the fulfillment of the purpose of the Committee, subject to the provisions of these Bylaws and the concurrence of the Committee in matters of policy.

b. The Co-Chair shall assist the Chair in the fulfillment of his/her duties and assume those duties in the absence or incapacitation of the Chair.

c. The Secretary shall keep minutes of all meetings of the Committee and the Executive Committee and all other records. The Secretary shall perform such other duties as may pertain to the Office, and as specified in these Bylaws.

- d. The Treasurer shall maintain all financial records for the Committee and prepare and file reports required by Federal and State laws. No money shall be expended by the Treasurer unless said expenditures are regularly occurring bills or have been approved by the Committee.

III. COMMITTEES

- Sec. 1. The Committee may create such committee(s) as it deems necessary to effectively and efficiently carry out the mission and objectives of the committee.
- Sec. 2. The Chair, with the consent of the Committee, may create, disband, make appointments to, remove members from, designate and remove chair(s), or amend the purpose or objectives of any committee under this article.
- Sec. 3. Committees shall be composed of a majority of members but may include associate members or auxiliary members.
- Sec. 4. The Chair and Co-Chair shall be Ex Officio Members of all committees.

IV. EXECUTIVE COMMITTEE

- Sec. 1. The members of the Executive Committee shall include the Chair, Co-Chair, Secretary, and Treasurer.
- Sec. 2. The Executive Committee shall, consistent with the constitution and bylaws and polices of the committee, have the power to act on behalf of the Committee between meetings of the Committee when necessary to further the objectives and goals of the Committee.
- Sec. 3. All meetings and action(s) of the Executive Committee shall be recorded in written minutes and shall be presented to the Committee at its next meeting.

V. MEETINGS

- Sec. 1. Annually at the first meeting of the year, the Committee shall fix a recurring meeting date, time and place. The Committee may from time to time alter the date, time, or place of the meeting as necessary to allow for the effective functioning of the Committee. Members shall be given at least five (5) days notice when the meeting date, time, or place is changed.
- Sec. 2. The Committee shall meet at least quarterly.
- Sec. 3. Meetings shall be convened on call of the Chair, Co-Chair, or 30% of the Members.

- Sec. 4 A quorum for the conduct of business shall consist of 30% of the Members as determined and announced by the Secretary at the start of the meeting. In absence of a quorum, an Executive Committee meeting may be conducted to forward plans and obligations.
- Sec. 5 Intentionally blank
- Sec. 6 The most recent edition of Robert's Rules of Order, Newly Revised shall govern the conduct of all meetings at the Committee except as shall be altered by the Code of Iowa, the State Republican Party Constitution, or by the Constitution of the Republican Party of Madison County or bylaws of this Committee.
- SEC. 7 Madison County Republican platform shall be read aloud at least annually at the first monthly meeting of each calendar year.
- SEC. 8 Meetings will be held in person, but a phone or electronic meeting option may be available upon request for members to attend remotely. Members are expected to attend in person but may attend up to three meetings per year remotely with all the rights of other Central Committee members present.

VI. PROPERTY, RECORDS AND PERSONAL RESPONSIBILITY

- Sec. 1 All records and property purchased or acquired by the Committee or any of its Members in connection with the conduct of the affairs of the Committee shall be the property of the Committee.
- Sec. 2 **FINANCIAL INSTRUMENTS**
 - a. Contracts – The Committee may authorize the Chair or Treasurer to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Committee.
 - b. Loans – No loans shall be contracted on behalf of the Committee and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Committee.
 - c. Checks, drafts, etc. – All checks, drafts or other orders for payment of money, notes or other evidence of indebtedness issued in the name of the Committee shall be signed by the Treasurer or the Chair and in such manner as may be determined by resolution of The Committee. All Such Financial Instruments In Excess Of \$1000 Shall Be Signed By The Treasurer And One Other Officer.
 - d. Deposits – All funds under control of the Committee shall be deposited to the credit of said Committee in such banks, trust companies, savings and loan institutions, or other depositories

as the Committee may select. All funds of the Committee shall be segregated from any personal funds of the Officers, Members or associates of the Committee.

- Sec. 3 No Member shall be liable personally for any obligations of the Committee, except that each Member is responsible personally for the prompt transmittal of funds the Member has collected, on behalf of the Committee, to the Treasurer, and for the accurate accounting as to funds and property in the Member's custody.

VII. MEMBER SERVICE

Sec. 1 Expected Member service includes:

- attending at least half of the meetings held by the Committee
- active participation in the activities of the committee
- active support of the candidates nominated by the Republican Party.

Sec. 2 A Member may be removed by a majority vote of the Committee if the Member fails to properly carry out his or her duties. Notice of the removal motion must be given to said Member before the meeting at which the removal action will be considered. The Member shall be given an opportunity to be heard when the removal question is before the Committee.

VIII AUXILIARIES

The rights of the following organizations having Republican affiliations, who carry on their activities consistent with the constitution, the objectives, platforms and principles of the Committee, shall be recognized and the organization of such groups shall be permitted and encouraged, provided the activities of all such organizations are coordinated with authorized committee activities and are under the direction of the regularly constituted committee authorities:

Sec.1 The Madison County Republican Women shall retain its individual organization and identity. It shall carry on its work as defined in its bylaws and policies so long as they do not conflict with the bylaws, policies or objectives of the Committee and shall assist the Committee in all its activities.

IX. CANDIDATE SUPPORT IN CONTESTED PRIMARIES

The Committee shall remain neutral in contested Republican primaries and shall provide the same services to all candidates that are supported by the Committee, pursuant to Article 1, Section 10 of this document.

X. CONFLICT WITH STATUTES

No provision hereof shall supersede or abrogate any of the provisions of the statutes of the State of Iowa, the Constitution of the Republican Party of Iowa, and the rules of the Republican National Convention which are in conflict herewith.

XI. AMENDMENTS TO BYLAWS

These Bylaws may be amended by a majority vote of Members present at any meeting of the Committee at which a quorum is present. Written notice of the proposed amendment and full copy thereof shall be forwarded to the Members at least five days before the meeting at which said amendment is to be presented for consideration and vote.

XII. ADOPTION AND AMENDMENT OF BYLAWS

The original Bylaws were adopted at a meeting of the Committee on March 9th, 2002, at Winterset, Iowa, and were filed with the County and State Commissioners of Election on the 8th day of April, 2002. They were amended on May 5, 2008 and were filed in accordance with the law. These bylaws were amended January 7, 2019 and were filed as required by law. These bylaws were amended June 5, 2023 and will be filed as required by law.