

MADISON COUNTY CENTRAL COMMITTEE

BYLAWS

AS AMENDED AND ACCEPTED JANUARY 5, 2026

Article I CENTRAL COMMITTEE

- Sec. 1 The Madison County Iowa Republican Central Committee (“Committee”) shall be the governing body of the Madison County Republican Party and shall manage the affairs of the Madison County Republican Party 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 to the Committee as prescribed in these bylaws. If a Member (as defined below) registers with a party other than Republican within their term, they must resign their membership in the Committee immediately.
- 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. To be eligible for membership to the Committee, potential candidates must be a registered Republican in Madison County at the time of their appointment and must have their primary residence in the precinct which they represent.
- Sec. 4 Members shall serve a term of two years and may be re-elected, appointed, or until their successor is elected or appointed, as provided in these bylaws (See Sec. 7 below).
- Sec. 5 In accordance with Iowa State Code 43.99, at the Madison County caucus preceding a General Election, two Committee Members shall be appointed to each precinct.
- Sec. 6 In addition to the two members appointed to each precinct, and proportionate to the Republican votes cast in each precinct at the last preceding General Election for President of the United States or for Governor of Iowa, as the case may be, additional Members shall be allocated to the Committee from each precinct in the ratio of 1 Member per 200 Republican votes cast in such precinct, rounded up or down to the nearest 200 votes. If a precinct has less

than 200 Republican votes as of the most recent General Election, such precinct shall still be allocated a minimum of two Members.

Sec. 7 If a vacancy or vacancies exist in the representation of a precinct, such vacancies will remain open until filled by mid-term appointment or at the next precinct caucus. No person from another precinct may represent the vacancy in a precinct in which they do not reside. The Committee may appoint a person to the Committee to fill a mid-term vacancy by a majority vote of a committee quorum (see Article V: MEETINGS). Prior to such vote, the Chair (see Article II: OFFICERS) shall determine if a candidate is eligible for membership according to the following criteria:

- Is a current registered Republican in their precinct of primary residence.
- Agrees with the majority of the County, State and National Republican Party platform positions.
- Understands and agrees to fulfill their responsibilities as a Member by reading and signing the Committee bylaws.

Members may bring forward a candidate to fill a mid-term precinct vacancy. The candidate shall provide the following information to the Committee Chair no sooner than twenty (20) days and no later than ten (10) days prior to the next Committee meeting:

- Full name
- Address of primary residence
- Phone number
- Email address

Upon establishing membership eligibility, at the next scheduled meeting the candidate shall be given three minutes to introduce himself/herself and give remarks to the Committee. The Committee shall then vote on the candidate's membership at the following monthly meeting.

Sec. 8 The Committee may appoint Associate Members, who shall be non-voting members, to assist the Committee to carry out its mission and goals. The qualifications and appointment process for Associate Members shall be the same as for Members. Each Member shall have one vote in the matters of the Committee and Associate Members and non-Members shall have no votes in the matters of the Committee.

- Sec. 9 In the event a Member fails to perform the duties or abide by the rules enumerated in Article VII of these bylaws, the Member shall be removed from the Committee as determined by a two-thirds majority vote of the full Committee and the position declared vacant, in accordance with the procedures outlined in Article VII.
- Sec. 10 The Committee shall provide support to candidates that have been nominated by the Republican Party for a county, state, or national office. Notwithstanding anything to the contrary in these bylaws, use of the Committee's vote-of-no-confidence policy may cause a candidate in the general election to not be supported by the Madison County Central Committee by a two-thirds majority vote of the full Committee, and such non-support is consistent with these bylaws.
- 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 Republican 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 Republican membership and to achieve its objectives.

Article II OFFICERS

- Sec.1 The elected officers of the Committee shall be the Chair, Co-Chair, Secretary, and Treasurer. These officers shall comprise what shall be known as the Executive Committee (refer to Article IV).
- Sec. 2 The Committee officers, whose terms shall be for a period of two (2) years, shall be elected from within the Members of the Committee by a majority vote of a Committee quorum at the next regularly scheduled meeting following the General Election.

Officers serve at the discretion of the Committee and may be removed if the Members deem it is in the best interest of the Madison County Republican Party.

Members may present a petition to any Committee officer naming the officer to be removed and citing the demonstrable reasons for the removal, having no fewer than three Members' signatures supporting said petition. After giving the Members no more than a twenty (20) day and no less than a five (5) day notice prior to the meeting at which such action is to occur, an officer may be removed by a two-thirds majority vote of the full Committee.

A vote to replace the removed officer will not occur until the subsequent meeting after the motion to remove is made and seconded.

Sec. 3 In the event of a vacancy of any officer position, the Committee shall elect a successor by majority vote of a Committee quorum at its next meeting who shall serve the remainder of the unexpired term. In the event that all officer positions 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 over all meetings of the Committee and serve as its spokesperson. The Chair shall confer with the Co-Chair in connection with the duties of the Chair and Co-Chair. 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. "Concurrence or consent of the Committee" is expressed in Committee meetings as a majority vote of a Committee quorum on each matter.
- b. The Co-Chair shall assist the Chair in the fulfillment of his/her duties as directed by the Chair and shall assume those duties in the absence or incapacitation of the Chair.
- c. The Secretary shall keep minutes of all meetings of the Committee and all other records. The Secretary shall perform such other duties as may pertain to the office, and as specified in these bylaws. In the absence of a Secretary at a Committee meeting, the Chair may appoint a Secretary pro tempore.
- d. The Treasurer shall maintain all financial and property 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. The Treasurer and Chair shall be the only names listed on the bank accounts of the Committee.

Article III SUB-COMMITTEES

Sec. 1 The Executive Committee Chair, with the consent of the Committee, may create such sub-committees as deemed necessary to effectively and efficiently carry out the mission and objectives of the Committee. Each sub-committee shall have a chair appointed by the Executive Committee Chair.

The sub-committee chair will communicate with the Executive Committee Chair or other Executive Officer assigned to that sub-committee by the Executive Committee Chair.

Two types of sub-committees shall be:

- a. Standing sub-committee; this is an ongoing sub-committee with no expiration date, whose name reflects its purpose.
- b. Temporary sub-committee; this is a sub-committee created for a specific purpose, event, or project, and shall in no event remain in existence for more than one (1) year from the date of its formation.

Sec. 2 The Executive Committee 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 sub-committee under this article.

Sec. 3 Sub-committees shall be composed of a majority of Members, but may include Associate Members (See Article I, Sec. 8) and Auxiliary Members (See Article VIII).

Sec. 4 The Executive Committee Chair and Co-Chair shall be Ex Officio members of all sub-committees.

Article 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 policies 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. This would pertain to:

- a. Normal activities related to the responsibilities of each officer.
- b. Public or business communication on behalf of the Committee.
- c. Business not requiring concurrence of the Committee as a matter of policy.
- d. Urgent business requiring immediate action when assembling a Committee quorum is not possible.

Article 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 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 at the 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 current Committee membership as determined and announced by the Secretary at the start of the meeting. In the absence of a quorum, an Executive Committee meeting may be conducted to forward plans and obligations.
- Sec. 5 The most recent edition of Robert's Rules of Order, Newly Revised shall govern the conduct and procedures of all meetings of 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. 6 The Madison County Republican platform shall be read aloud at least annually at the first monthly meeting of each calendar year.
- Sec. 7 Meetings shall 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 regular meetings per year remotely and unlimited special meetings remotely, with all the rights of other Members present. For any Committee meeting in which business or an election is to be conducted by secret ballot, those attending remotely may cast their ballot by text, which shall be tabulated by the Secretary.

Article 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. In addition to the Committee's financial records and reports, the Treasurer shall also keep an account of Committee properties and their locations.
- 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, which must be passed by two-thirds majority vote of the full 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 Chair.
- 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 or other Members.

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.

Sec. 4 The Committee shall not be liable for any debt obligations made by individual Members not approved by the Committee.

Article VII MEMBER CODE OF CONDUCT

Sec. 1 Committee Members shall:

- a. Attend at least seventy-five percent (75%) of the regular meetings held by the Committee during the most recent 12-month period. The rule allowing Members to attend meetings remotely shall be included in this calculation. Such records will be kept and examined by the Secretary on a regular basis.
- b. Contribute time, talent, and financial support to the Madison County Republican Party, especially including participation in the business and activities of the Committee.
- c. Treat the Officers and Members of the Committee with respect and decorum.
- d. Maintain confidentiality when asked or required by the Committee and/or its officers, including all closed meetings of the Committee.

Sec. 2 Committee Members shall not:

- a. Claim to represent the Committee while publicly speaking or making policy decisions without prior approval of the Committee by a majority vote of a Committee quorum.
- b. Publicly or financially support, or work on behalf of, an opposition candidate to a formally nominated Republican candidate.
- c. Be involved in the establishment of, participation in, or working in partnership with those connected to any organization, political party, or political action committee (PAC) that is opposing, undermining, or seeking to replace the Madison County Republican Central Committee and its efforts on behalf of the Madison County Republican Party.
- d. Publicly defame Committee Members or the Republican Party as a whole, including unethical or improper actions that would reflect negatively on the Committee and may impede its progress towards its goals and mission. These would include but are not limited to:
 - Physical, verbal, or emotional abuse, assault, intimidation, or threats:
 - Sexual harassment.
 - Use of illicit substances.
 - Other illegal activities.

A Member may be removed by two-thirds majority vote of the full Committee if the Member either fails to properly carry out his/her duties and responsibilities as listed above or violates any of those prohibitions identified above.

If such removal is initiated by the Executive Committee, the Chair shall bring forward a petition signed by all officers of the Executive Committee to the Members, citing the dereliction of duties or other demonstrable reasons for removal of the Member.

If such removal is initiated by the Members, they may present a petition to the Chair citing the demonstrable reasons for removal of the Member, having no fewer than three Members' signatures supporting said petition.

Upon either such petition being brought forward, notice of the removal motion must be emailed to both the entire Committee, and to the Member named in the removal process no more than twenty (20) days and no less than five (5) days prior to the meeting at which the removal action will be considered. The Member in question shall be given an opportunity to be heard when the removal question is before the Committee and prior to the vote for removal.

Article VIII AUXILIARIES

Organizations having Republican affiliations, who carry on their activities consistent with the constitution, the objectives, platforms and principles of the Committee, may be recognized by the Committee as an Auxiliary to the Committee, by a majority vote of a Committee quorum.

The affiliation of such groups to the Committee shall be permitted and encouraged, provided the activities of all such organizations are coordinated with authorized Committee activities which are under the direction of the regularly constituted Committee authorities.

Such Auxiliary organizations shall retain their individual organization and identity. Each Auxiliary organization 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.

Those organizations currently recognized as Auxiliary groups to the Committee shall be listed below.

Sec.1 (Intentionally blank)

Article IX CANDIDATE SUPPORT IN CONTESTED PRIMARIES

The Committee shall remain neutral in contested Republican primaries and shall provide the same services to all candidates in Republican primaries.

Article 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.

Article 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 no more than twenty (20) days and no less than five (5) days prior to the meeting at which said amendment is to be presented for consideration and vote.

Article 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 were filed as required by law.

The bylaws were modified and approved by the Committee on _____, 2025 and will be filed as required by law.

The bylaws were modified and approved by the Committee on January 5, 2026, and will be filed as required by law. All rules and Bylaws previously passed are hereby repealed.