



**ST JOHNS COUNTY
REPUBLICAN EXECUTIVE COMMITTEE
BY-LAWS**

Revised and restated June 11, 2009

ARTICLE I

PURPOSE

The purpose of these By-Laws is to amplify and implement, as necessary for smooth operation, the provisions of the Constitution of the St. Johns County Republican Executive Committee. No provision of these By-Laws will conflict with any portion of said Constitution.

When the terms “By-Laws” and “Constitution” are used herein, they refer to the By-Laws and Constitution, respectively, of the St. Johns County Republican Executive Committee (“SJCREC”).

ARTICLE II

ADOPTION AND REVISION OF BY-LAWS

Section 1 **ADOPTION**

The present By-Laws are adopted and in force when passed by a majority vote of the full committee of the SJCREC. The By-Laws will be published to the full membership at least ten (10) days before the adoption vote and after a significant revision.

Section 2 **REVISION**

The By-Laws may be amended by a majority vote of the full committee. The Chairman of the SJCREC will direct a complete review of the By-Laws at least every third anniversary of the date of adoption. Proposed amendments shall be submitted to the SJCREC Chairman, who shall refer them to the Rules Committee. The proposed amendments shall be submitted to the SJCREC Chairman, who shall refer them to the Rules Committee. The Rules Committee shall review all proposed amendments for form, clarity and content and is authorized to consider the proposed amendment based on its plain language, understandability and content. The Rules Committee must assure their compliance with the Constitution and By-Laws of the SJCREC and RPOF and determine if they are in compliance with all applicable laws. The Rules Committee shall determine if the proposed amendment is referred back to the REC Board. If referred back to the Board, they shall be placed on the agenda by a majority vote of the REC Board.

ARTICLE III

ORGANIZATION AND LEGAL STATUS

Section 1 **NON-PROFIT STATUS**

The SCJREC will be a non-profit Organization operated exclusively for the purposes specified in Article II of the Constitution.

Section 2 **EXPENSES**

Officers and appointed officials shall not receive any compensation for their services, but the SJCREC Board may authorize, after the fact or in advance, or through an annual budgetary process, reimbursement of expenses incurred in the performance of its duties.

Section 3 **LIABILITY**

Nothing herein shall be construed so as to define members of the SJCREC as partners for any purpose. No member, officer or agent of the SJCREC shall be liable for acts or failures to act on the part of any member, officer or agent or be liable for acts or failures to act under these By-Laws, excepting only those acts arising out of his/her willful misfeasance.

Section 4 MEETINGS

The Board will meet as necessary, at the call of the Chairman, in order to carry out the executive functions of the SJCREC.

Section 5 FREQUENCY OF MEETING

Meetings of the Board will be called only as necessary to carry out SJCREC business. No period of more than ninety (90) days will elapse without a meeting. Advance notice of the meetings will be in keeping with normal courtesy and collegiality, with the convenience of all Board members paramount.

Section 6 AGENDA

The Chairman will prepare an Agenda for all meetings and have copies for all other members who attend.

Section 7 NEW BUSINESS AGENDA ITEMS

Any SCJREC member or Board member will have the right to submit a new business item to the Board for consideration at the following Board meeting by written application to the Chairman no later than two (2) business days prior to a scheduled Board meeting. The Chairman will have the right to refer potentially controversial agenda items proposed in General meetings of the SJCREC to the Board prior to deliberation and discussion in the General meetings. Items brought up during the meeting that have not been previously reviewed by the Board shall be deemed to be out of order.

Section 8 MOTIONS

The Board will make recommendations on matters brought before it. Such recommendations will be recorded in the report of the Board meeting and shall be brought to the membership for action at the next general meeting.

Section 9 QUORUM

40% of the Executive Board will constitute a quorum at a meeting called by the Chairman. Committee chairmen may be invited to Board meetings but are not counted in number for the needed quorum.

Section 10 GENERAL CONDUCT OF MEETINGS

Meetings of the Board should be started promptly at the scheduled time, kept short and business-like, but conducted with an air of collegiality and decorum. Non-members may attend when invited or appropriate or when associated with agenda items properly before the Board.

Section 11 POLICY MATTERS

No correspondence reflecting policy or requiring significant decisions by the Board will be released except by approval of the Board. The Chairman or Treasurer may sign contracts on behalf of the SJCREC with prior approval of the voting membership.

Section 12 STANDING COMMITTEES

Standing committees shall be appointed by the Chairman with approval of the SJCREC.

Section 13 SPECIAL COMMITTEES

Special/ad hoc committees shall be appointed in the same manner and shall rise for dissolution at the end of the special duty for which they were appointed.

Section 14 OFFICER RESIGNATIONS

Officer resignations shall be accepted automatically and shall not require the acceptance of the Board or Executive Committee.

ARTICLE V

RULES FOR GENERAL MEETINGS

Section 1 **FREQUENCY**

The SJCREC will meet no fewer than six times per year at a date, time and place specified by the Board.

Section 2 **AGENDA**

The model meeting Agenda that follows may be changed at the sole discretion of the Chairman. Additional agenda items shall not be permitted once the agenda has been approved by the REC Board.

1. Call to order
2. Invocation
3. Pledge to the Flag
4. Roll call
5. Reading/approval of previous meeting minutes
6. Report from Board meeting
7. Treasurer's report
8. State Committeeman's report
9. State Committeewoman's report
10. Unfinished business
11. New business
12. Nomination/election to fill vacancies in precincts
13. Adjournment

Section 3 **CONDUCT OF GENERAL MEETINGS**

The business portion of General meetings will be conducted in accordance with the latest revision of *Robert's Rules of Order*. A quorum for policy decisions will be forty percent (40%) of the voting membership. Non-policy matters and 'sense of the membership' resolutions may be disposed of by a simple majority of those committee members present, i.e., a quorum shall not be required. The REC Board, or the REC as a whole, shall have the ability to remove or prevent admission of any person based on past conduct or the threat of future unacceptable conduct.

Section 4

Robert's Rules of Decorum shall be strictly enforced and unduly controversial debate may be deferred by the Chairman to a sub-committee of the Board with action deferred to a future regular meeting.

Section 5

Unless changed by two-thirds (2/3) vote, debate on motions or resolutions shall be limited to two (2) minutes per speaker with no one speaking to an issue more than once until all have spoken who so wished. The Chairman will attempt to alternate speakers for and against a motion or resolution as closely as feasible with the maker of the motion or resolution speaking first and with the introduction and reading of the motion or resolution not counting toward the allotted time.

ARTICLE VI

POLICIES

The SJCREC may not be used as a vehicle for the promotion of personal business. Violations may result in termination of membership

ARTICLE VII

MEMBERSHIP ROSTER

The Membership Roster will be used solely for the business of the SJCREC and shall not be appropriated for unrelated business or other purposes.

ARTICLE VIII

CANDIDATE RECOMMENDATION

Section 1

The SJCREC will consider recommending candidates who are registered Republicans in Primary Elections. The Executive Committee may recommend one, more than one, or no candidates from among those whose name(s) will appear on the Primary Election ballot for each particular office. A motion to officially recommend one or more candidates for any given office shall be made only by the Executive Board and shall be voted on by the Executive Committee. The procedures hereinafter specified shall apply.

Section 2 QUESTIONNAIRE

The Executive Board will mail a candidate questionnaire, via certified mail, to all registered-Republican candidates in contested primary elections. Any candidate who wishes to be considered for recommendation must return the completed questionnaire to the designated address. The Executive Board will establish a fixed deadline date for return of candidate questionnaires, which shall be the same for all candidates.

Section 3 INTERVIEW

Upon expiration of the fixed deadline, the SJCREC Executive Board will contact each candidate who has timely returned his/her completed questionnaire in order to schedule a candidate interview with the Executive Board. Such interviews will be scheduled and conducted as soon as possible.

Section 4 NOTIFICATION

At least 10 days prior to the REC meeting at which a candidate recommendation or recommendations will be considered, the Executive Board, if it intends to recommend any candidate(s) in a Primary Election, shall mail written notice to all members of the SJCREC. Notice shall also be sent, at least 10 days in advance, to all registered-Republican candidates for election to any office(s) for which the Executive Board intends to make a recommendation. Such notice(s) shall also inform each candidate that he/she will be allowed to speak at the meeting in support of or in opposition to any motion as may arise from the recommendation(s).

Section 5 BOARD RECOMMENDATION/MOTION, DEBATE, VOTE

During a SJCREC meeting at which a candidate recommendation is to be considered, motions to officially recommend, if any, shall be made and dispensed with one office at a time in ballot order. After each such recommendation and motion, each candidate for the office involved in the recommendation, provided that the candidate is personally present at the meeting, shall be allowed up to five (5) minutes to address the REC in favor of or in opposition to the motion. After each candidate for the office has been afforded an opportunity to speak, up to two (2) REC members will be allowed to speak in favor of the motion and up to two (2) REC members will be permitted to speak against the motion, with each such member permitted up to three (3) minutes each. A vote will then be taken. An official REC recommendation will be made only if the number voting in favor of the motion is at least 60% of those members present and voting, provided that the number voting in favor of the motion shall represent a majority of the full Committee membership.

ARTICLE IX

SEVERABILITY CLAUSE

If any parts of these bylaws are found to be in conflict with the Constitution, bylaws or any other governing documents of the Republican Party of Florida; or the Constitution of the United States, or the Constitution and state statute of the State of Florida, it shall not affect any other part of this Constitution and is declared severable.

These bylaws of the St. Johns County Republican Executive Committee were duly adopted by the membership of said committee, last revisions on this 11th day of June A.D. 2009

(Signatures on file)