

THE REGULAR REPUBLICAN CLUB OF
MONTVILLE TOWNSHIP, NJ

BY-LAWS

AS OF NOVEMBER 2015
(AMENDED NOVEMBER 23, 2015)
(AMENDED OCTOBER 25, 2022)

BY-LAWS OF THE
MONTVILLE TOWNSHIP REGULAR REPUBLICAN CLUB

1. **PREAMBLE:** By these presents let it be known that any and all By-laws of the Montville Township Regular Republican Club, heretofore adopted and approved, are now declared to be null and void and superseded in their entirety by the following, to be known as the By-laws of the Montville Township Regular Republican Club ("By-laws"); adopted and approved by a 2/3 vote of the membership present at duly noticed and regular meetings of said club held in April 1999, February 2005, and July 2015 by all those in attendance.
2. **NAME:** This organization shall be known as the Montville Township Regular Republican Club (the "Club").
3. **PURPOSE:** The purpose of the Club shall be to promote the principles and all candidates of the Republican Party, believing that Party to be the most effective to promote, promulgate and effectuate those principles and policies of government which are suited for the best interest of the people of Montville Township. The Club shall remain neutral in its advocacy of candidates during all primary elections.
4. **POWERS:** It shall be within the power of the Club's Regular, Paid-up membership to take any lawful action that may be deemed beneficial to the interest of the Montville Township Republican Party (*see* Section 9).
5. **OFFICERS:** The Club's officers shall consist of a President, Vice President I, Vice President II, Recording Secretary, Treasurer, Corresponding Secretary, Sergeant at Arms, and Director of Communications. In the event of a tie vote, one re-vote will take place at the same meeting. If no tiebreakers occur, a re-vote will be taken at the next regularly scheduled meeting.
6. **EXECUTIVE COMMITTEE:** There shall be an Executive Committee which shall consist of the above-mentioned officers (*see* Section 5) and the Immediate Past President. Only Regular, Paid-up members are eligible to hold office on the Executive Committee (*see* Section 9).
7. **DUTIES:** The duties of the Club officers are as follows:
 - a) **PRESIDENT:** To be eligible for the Office of the President, a candidate must have been a Regular, Paid-up member for a period of at least one year. He/she shall preside at all regular & special meetings, and shall be empowered to call special meetings, whenever he/she shall deem it necessary. He/she shall be empowered to make representations, transactions, commitments, and negotiations on behalf of the Club, subject to the approval of the Executive Committee. He/she shall authenticate with his/her signature, whenever necessary, all acts, orders, official correspondence and proceedings of meetings presented by the Recording Secretary. He/she shall appoint and/or remove with the consent of the Executive Committee, the Chairpersons of all committees, representatives, or subsidiary groups of the Club. He/she shall set forth the agenda for each meeting and sign checks on behalf of the Club (*see* Section 17).
 - b) **VICE PRESIDENT I:** In the event of a vacancy in the office of the President due to their prolonged absence, removal, resignation or inability to discharge the powers and duties of said office, The Vice President I will automatically assume the duties and powers thereof. Upon the refusal or resignation of the Vice President I in assuming the Office of the President, these duties and powers shall automatically pass to the Vice President II. The Vice President I shall have the power to sign checks and authorize expenditure of funds in the absence of the

President. The Vice President I will supervise the chairperson(s) of the Membership and Young Republican committees.

- c) **VICE PRESIDENT II:** In the event of a vacancy in the office of the President due to their prolonged absence, removal, resignation, or inability to discharge the powers and duties of said office, and upon refusal or resignation by the Vice President I, the duties and powers of the President shall automatically pass to the Vice President II. Should the Vice President II refuse to assume the duties of the Office of the President, or resign in the commission thereof, the Club may enact emergency procedures for the special election of a new Club President (*see* Section 18). The Vice President II shall supervise the chairperson(s) of the Public Relations and Fundraising committees and perform any other functions that the President may designate.
 - d) **RECORDING SECRETARY:** Shall keep an accurate record of all minutes of all public meetings, as well as oversee all votes taken therein. He/she shall distribute copies of the minutes for the prior session at each regularly scheduled meeting and will make any corrections, remove errors and add omissions that have been approved by the membership. He/she shall backup the treasurer by keeping a separate and up-to-date list of Paid-up members.
 - e) **CORRESPONDING SECRETARY:** Shall notify members of the time and place of all meetings by E-mail or post at least seven (7) days, and not more than fourteen (14) days, before such meeting. Mailings by post can be either cards or newsletters. In addition, all correspondence shall be handled by the recording secretary with the President's approval.
 - f) **TREASURER:** Is the primary person to keep an up-to-date list of Paid-up members (*see* Section 9). He/she shall collect all dues, keep funds of the Club in a secured financial institution, and make such payments out of Club funds as authorized by the Executive Committee (*see* Section 17). He/she shall present a written statement of account at each meeting of the Executive Board and Club, which shall include a list of all Paid-up members to date. The Treasurer shall be responsible for providing the State of New Jersey with all financial disclosure documents. He/she shall present to the membership for approval a budget for the following year no later than the regularly scheduled September meeting. The membership shall vote on this proposed budget no later than the regularly scheduled October meeting.
 - g) **SERGEANT AT ARMS:** Is empowered to maintain order during the meeting and shall take whatever measures he/she deems necessary to insure this.
 - h) **DIRECTOR OF COMMUNICATIONS:** Is empowered to maintain social media accounts and regular media contacts on behalf of the Club. He/she shall be responsible for drafting and distributing press releases upon the request of the Executive Committee and shall act as a Club Historian by maintaining a record of Club events & activities in the form of photographs, event descriptions, and/or related materials.
8. **ELECTIONS:** The Club shall hold elections annually to select the members of the Executive Committee for the following year. This process shall conform to the official guidelines outlined below:

- a) The Nominating Committee: The President shall appoint a nominating committee of three members at the regularly scheduled September meeting. This committee shall present a slate of officers for the Executive Committee, which shall be distributed to all Club members at least seven (7), and not more than fourteen (14) days prior to the regularly scheduled October meeting.
- b) Initial Slate and Nominations: At the regularly scheduled October meeting, nominations shall be open to the floor immediately following the presentation of the recommended slate by the nominating committee. Nominations shall remain open at this meeting until the floor is closed by a motion from the Membership. Individuals nominated from the floor may accept their nomination in person or by writing. Likewise, any member nominated for office shall have the ability to decline a nomination at this time by vocal or written notice. All notices of refusal by members that are not present at this meeting must be submitted to the Executive Committee not later than fourteen (14) days following the meeting at which the floor was opened for nominations by members.
- c) Election Night: Elections are to be held at the regularly scheduled November meeting. No new nominations shall be accepted at this time. The ballot shall reflect the final slate of proposed and nominated candidates. Newly elected officers shall take office as of January 1 following elections, and each shall serve for one (1) year.

9. **DUES**: Annual membership dues shall be established by the Executive Committee. Dues are per year per family (defined as an individual and their spouse, each having one vote), paid prior to March 31st during the Club year for which they are intended and should be paid promptly by check, or such other method deemed acceptable by the Club Treasurer. The annual Dues Notices shall be distributed beginning in September and must be sent out via physical mailing at least once prior to the regularly scheduled March meeting. Each member on payment of dues may request a receipt indicating the date payment was received by the Treasurer (either printed and signed by the treasurer or via email) and is entitled to a copy of the By-laws. The Club Treasurer shall provide members with their dated receipt (upon request) and access to the By-laws no later than the next, regularly scheduled meeting following receipt of payment. Members in good standing (“Paid-up”) shall be entitled to the full privileges and benefits of their membership class (see Section 10 below). Members will attain ‘Paid-Up’ status upon receipt of their dues by the Club Treasurer. Only those members whose dues are paid and received prior to September 15th will be eligible to vote for Club Officers. (See Section 14). (Amended November 23, 2015) (Amended October 25, 2022)

10. **MEMBERSHIP**: Membership in the Club shall be open to all registered Republicans. Each year, the Executive Committee shall produce and publish a complete Membership roster no later than the regularly scheduled September meeting. Members shall have the power to withhold certain personal information from the list by designating such information as “private” on their annual renewal of dues, or in writing to the Executive Committee. There shall exist two classes of Membership:

- a) Regular Membership: Shall be open to residents of Montville Township who meet the requirement(s) set forth in Section 10 above. They shall have full voting powers and are eligible to hold office within the club for the year in which they are classified as Paid-up members (*see* Section 9).
- b) Guest Membership: Shall be open to non-residents, who meet the requirement(s) set forth in Section 10 above, upon approval by the Executive Committee. These

members shall not have voting powers and are prohibited from holding office in the Club.

11. **COMMITTEES:** The President shall appoint such committees from the Club's membership as are necessary to carry out the operations of the Club. The President of the Club shall be an ex-officio member of all committees.
12. **QUORUM:** A quorum shall consist of a majority of the elected officers of the Club and the lesser of either 50% of the paid-up members or no fewer than fifteen (15) paid-up members, which includes the Executive Committee. If no quorum is available, a meeting may be held, special guests may speak, old business can be discussed and new business can be proposed, but no binding vote shall be held.
13. **RECALL FROM OFFICE:** An officer may be recalled from office by a $\frac{3}{4}$ vote of the Regular, Paid-Up members present at any meeting provided; however, that prior notice of the proposed recall is distributed to all members at least seven (7) days, and not more than fourteen (14) days, before such meeting.
14. **VOTING FOR OFFICERS:** Only Paid-up, Regular members are eligible to vote for the rest of the calendar year. Furthermore, only those members who are classified as 'Paid-Up' prior to the September 15th cut-off are eligible to vote for Club Officers (Section 9). Verification of this status can be made by the Treasurer, who maintains an up-to-date membership list, or by the member presenting his or her receipt as proof of Paid-up membership. In the absence of the Treasurer for any reason, the Recording Secretary can verify the same (by maintaining a separate membership list that will be brought to every meeting) (*see* Section 7(d)). (Amended November 23, 2015).
15. **MEETINGS:** The day of each month upon which regular meetings are held shall be established by the President after open discussion with the membership present at the regularly scheduled January meeting. Notice of each meeting shall be sent to all members at least seven (7) days before the date of such meeting. The President or any member of the Executive Committee may call a special meeting for a specific purpose on like notice, and at which time only business relative to that purpose can be transacted.
16. **AUDIT:** The President, at the November meeting shall appoint an Audit committee of three (3) members, who do not pose a conflict of interest. This committee shall audit the books of the Treasurer and shall furnish an audit report at the January meeting.
17. **WITHDRAWAL OF CLUB FUNDS:** Funds of the Club may be withdrawn only on the signature of the Treasurer, President, or Vice President I. All vouchers must be submitted to the Club at the regular or special meetings for approval prior to payment, with the following exceptions:
 - a) Expenditures which have been previously approved in the budget.
 - b) Expenditures of \$100.00 or less authorized by the President.
18. **VACANCY OF OFFICE:** In the event of disability, resignation, recall or demise of any officer (with the exception of the President), the Executive Committee shall fill such office until such time as the vacancy is filled by the election of a replacement at the next November meeting. In the event of a vacancy in the Office of the Club President, the Club will follow those succession procedures outlined in Sections 7(b) and 7(c) above. Should this vacancy remain, by the refusal and/or inability of both the Vice President I and the Vice President II to accept the duties of the Office of the Club President, the Club may arrange for a special election to be held at a regularly scheduled meeting (with due notice of such an election distributed to all members). At the next regularly scheduled meeting following the announcement of a special election, the floor shall be open to nominations for candidates by the Club membership. Voting on this slate shall take place at the next regularly scheduled meeting. Throughout the special election process, the Vice President I shall serve as an interim Club President.

19. **DUTIES OF THE EXECUTIVE COMMITTEE:** It shall be the duty of the Executive Committee to conduct necessary business of the Club between meeting dates. In addition, the Executive Committee is authorized on behalf of the Club to suggest names for open appointive Municipal Offices.
20. **APPROVAL OF BY-LAWS:** These By-laws, and any subsequent amendments, shall take effect thirty (30) days after approval by a 2/3 vote of the members present at a regular meeting, provided due notice of such discussion is distributed at least seven (7), and not more than fourteen (14), days in advance. Furthermore, an initial reading of the proposed amendment(s) must be conducted at a regularly scheduled meeting of the club, with notice distributed to the membership at least seven (7), and not more than fourteen (14) days in advance. A vote to amend the By-laws can only be held at the next regularly scheduled meeting, with notice of the proposed amendment(s) and a copy of the minutes from the initial reading distributed to the membership at least seven (7), and not more than fourteen (14), days in advance. In an emergency, a special meeting may be called for the purpose of acting on these By-laws. All other provisions of said By-laws shall remain in full force and effect.
21. **CLUB YEAR:** For the purpose of these By-laws the Club year shall run concurrently with the calendar year.
22. **CONDUCT OF MEETING:** The conduct of the meeting shall be governed by Robert's Rules of Order. The President may appoint a Parliamentarian who can assist him in interpretation of Robert's Rules of Order and these By-laws.
23. **DISPUTE RESOLUTION:** Any controversy or claim arising out of or relating to these By-Laws between members, or against an individual officer(s), shall be referred to General Counsel for the Morris County Republican Committee.
24. **POLICIES:** Upon majority approval by the members present at a regularly scheduled meeting, the Club may adopt written policies as addendums to these By-laws. Notice of such policies shall be distributed to the membership at least seven (7), and not more that fourteen (14), days in advance. Upon approval, each policy shall be assigned an I.D. number consisting of the year of approval, the initials MRC, and its sequence for that year ([YEAR]-MRC-[Policy Number]) and affixed to these By-Laws. Policies affixed to these By-Laws may be amended or removed upon majority approval by the members present at a regularly scheduled meeting, provided notice of such action was distributed to the membership at least seven (7), and not more than fourteen (14), days in advance.
25. **SUPREMACY:** These By-Laws are the chief governing document of the Club, any issues not specified herein shall be referred to the latest edition of Robert's Rules of Order for clarification.