Bylaws
Michigan's
First Congressional District
Republican Committee

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Adopted March 4, 2024

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Article 1 - Name

The name of this committee shall be the First Congressional District Republican Committee, hereinafter, referred to as the "District Committee".

Article 2 – Definitions

Active Participant Requirement – Be a dues-paying member of a county party, or otherwise, one who regularly participates in county party activities, and / or who holds elected office.

Approved Electronic Means - electronic telecommunications services that allows for verification of the user(s) in attendance (such as Zoom, Free Conference Call, etc.)

District Committee – 25 Persons make up the membership of this body; 4 Congressional District Officers, 6 State Committee Members, and 15 Executive Committee members.

Congressional District Officers – District Chair, Vice Chair, Secretary and Treasurer.

Effective Resignation Date - Resignations are effective when tendered in writing and sent via email or text to the District Chair and Secretary.

Emergency Meeting – Meeting held at behest of the District Chair providing 24 hours advance notice as well as the agenda.

Executive Committee Member – Member of the District Committee, chosen from the House or Senate District within the First Congressional District, to represent said area.

Quorum – All meetings are required to have a 50% plus one majority of current membership to proceed with business (see Article 8, Section 4).

Regular Meeting – Meetings defined annually per the duties of the chair.

Resignation/Vacancy – Document, delivered in writing via email or text only, indicating member's intent to no longer hold position on the District Committee, standing committee, or subcommittee. A vacancy occurs the day the time stamp is created upon the submission of a resigning member's resignation.

Standing Committee – There shall be 3 standing committees of the District Committee; Policy, Budget and Issues.

State Committee Members – 6 members of the District Committee, who, with the District Chair make up the delegation to the Michigan Republican State Committee.

Special Meeting - Meeting held at the behest of the District Chair or by resolution of 50% plus one of the membership of the entire District Committee, providing at least 72 hours advance notice as well as the agenda.

Subcommittee – Any committee within a Standing Committee, or as a stand-alone committee such as bylaws, communications, outreach, etc. These subcommittees can be created as deemed necessary by the District Chair.

Article 3 - Purpose

The Purpose of the District Committee shall be to:

a. Perform all duties delegated to it by law and such other duties not prohibited by law.
b. Coordinate the affairs and business of the District Committee.
c. Promote active citizenship through the county Republican Committees in the District.
d. Provide a vehicle for citizens of the First Congressional District to influence the direction, purposes, and goals of the Republican Committees.
e. Support Republican candidates seeking elective office at the local, county, state, district and national levels.

Article 4 - Powers

The powers of the District Committee shall be to:

a. Administer its business and property.
b. Transact necessary business between conventions.
c. Serve as the policy-making board of the District.

Article 5 - Elections via State Conventions

Section 1. The election of the District Committee members shall be conducted at the district caucus of the Spring state convention of every odd-numbered year as provided by law and in accordance with State Committee Bylaws and Rules.

Section 2. The district committee shall establish proposed rules for consideration at the caucus.

Section 3. The caucus at which the elections shall take place shall determine and approve the form and rules of the election.

Article 6 – Membership

Section 1. The Membership of the District Committee shall be elected at the District Caucus of the Spring State Convention in every odd-numbered year as provided by law or those elected by the District Committee to fill vacancies for any of the following:

a. Those fifteen (15) persons known as Executive Committee Members; and
b. The four (4) Congressional District officers; and
c. The six (6) State Committee Members.

Section 2. Each member shall be required to be a resident of and a registered voter in the First Congressional District of Michigan and shall be qualified by the **active participant requirement**.

Section 3. The Members of the District Committee shall be elected in accordance with Article 7, and serve for 2-year terms or until their successors are duly elected and qualified.

Section 4. Resignations by members of the District Committee shall be sent to the District Secretary and District Chair, by email or text. The District Secretary, within 48 hours of receipt of the resignation notice, will confirm the facts of the resignation by verbal communication with the resigning member, and, if necessary, request additional information be provided via email or text. Upon confirmation of the desired resignation by the District Secretary, the Secretary will send an email to the District Chair verifying the requested resignation. The District Chair must acknowledge receipt of that email within 24 hours and will instruct the District Secretary to send out notice of the resignation to the District Committee within 48 hours. If the District Chair does not reply to the Secretary's email within 24 hours, the Secretary will notify the District Committee of the resignation.

Section 5. Vacancies shall be filled within forty-five (45) days of the vacancy occurring, provided at least a ten (10) day advance notice of that intent has been given to the District Committee members eligible to vote prior to the meeting where the replacement shall be made. The following guidelines shall be applied for these elections:

Only members who are remaining on the District Committee will have voting privileges, specifically:

a. Should the vacancy be the District Chair, Vice-Chair, Treasurer, Secretary or State Committee Member, then each member of the District Committee shall have a vote.

b. Should the vacancy be an Executive Committee Member then each of the County Chairs from either the Senate or House District where the vacancy occurred shall be notified. The notification of the appropriate County Chairs will be determined based on the District method used during the election of Committee members at the most recent 1st District Caucus held during the State Convention. Each of the County Chairs or an Executive Member of that County may, within 10 days of the date of notice from the District Chair or District Secretary, either nominate a single candidate from their county or may support another county's candidate that meets the requirements per Article 5, Section 2. If a County Chair does not reply within 10 days, the option to provide a candidate or support a candidate is null and void. The remaining 1st District Committee member(s) in the appropriately identified House or Senate District, the Vice Chair, and the District Chair shall vote for the replacement from the pool of nominated individuals.

Article 7 – Duties of the Officers

Section 1. The District Chair shall:

a. Establish a calendar of District Committee meetings each year within two weeks of the District Caucus, or in years where there is no District Caucus by January 15.
b. Create standing, temporary, or special committees and appoint and/or remove members of said committees. The committees should not exceed 7 members including a chair. The District Chair shall be an Ex-Officio voting member of all standing and subcommittees.
c. Call District Committee meetings and district caucuses as provided by law or committee rules.
d. Ensure a budget be prepared for each fiscal year and submitted to the District Committee for approval within 2 months of the District Caucus at which they were elected and by the second meeting of the next year make determinations on all procedural and substantive matters relating to the implementation of the District Committee's policies.
e. Be the public face and voice of the District Committee as applies to the following:
    i. TV, Newspaper, Phone, Text, Email, Letter, and Social Media
    ii. Official positions, opinions, etc., of the District Committee and its business
    iii. The District Chair may have a designee or designees for these interactions
    iv. The District Chair may authorize the use of a disclaimer for designees to manage communication platforms
    v. Be the authorized agent for transactions of legal business
    vi. Chair and Treasurer/Assistant Treasurer shall approve all financial flyers.
f. Seek candidates to fill vacancies on the District Committee should County Chairs be unresponsive.
g. Shall have the right to perform the duties of or appoint/designate temporary officers to fulfill the duties of elected officers (indicated in Article 6) should the need arise.
h. As the voice for the 1st CDRC, ensure liaison with county parties by writing and/or approving all communications with county chairs or designees

Section 2. The Vice-Chair shall:

a. Preside at meetings in the absence of the Chairperson and shall perform other duties as directed by the Chairperson or the membership.
b. In the event that the Chairperson is unable to perform duties or if the position becomes vacant, the Vice Chairperson shall assume the powers and duties of the District Chair until filled.
c. Perform all other duties as may be assigned by the District Chair.
d. The Vice-Chair shall insure that routine and regular communication and liaison exists between the District Committee and each County Committee within the District.

Section 3. The Secretary shall:

(In the absence of the Secretary, the District Chair shall appoint a temporary Secretary.)

a. Make and keep accurate records of the actions taken at all District Committee meetings and publish minutes at each succeeding meeting except those that pertain to another office or committee.

b. Handle all correspondence of the District Committee and issue all notices of meetings, either electronically or by postal service, as well as the Call(s) to District Caucuses when the responsibility of that Call falls upon the District Committee.
c. Keep an attendance record for meetings.
d. Keep a current roster of the District Committee and monitor requests for distribution.
e. Responsible for preserving records transferred from prior committee officers

Section 4. The Treasurer shall:

a. Receive and be custodian of all funds of the District Committee and deposit them in the appropriate working or corporate account in an FDIC or NCUA insured depository approved by the District Committee in the name of the District Committee.
b. Work with the counties to collect district dues.
c. Deposits should be made within 2 weeks of receipt of funds.
d. Ensure that the District Committee expenses do not exceed the budget.
e. Pay unanticipated District Committee bills when authorized by the District Chair, subject to the following limits:
    i. The District Chair may authorize expenditures up to $500.00, not to accumulate to more than $2000 without District Committee Approval. The District Chair may also facilitate expenditures under $500.00 authorized by the District Committee.
    ii. Any expenditure above $500.00 must be approved by the District Committee. This prior approval will serve as the authorization to pay the resultant invoice for any completed and accepted product or service.
f. Keep an account of all monies received and disbursed and shall report in full a month end report at all District Committee meetings.
g. Provide an annual report to the District Committee and each county chair at the close of each fiscal year.
h. Have a review/audit of the District Committee's financial records at the close of each fiscal year if so directed by the District Committee.
i. File any and all financial reports required by law in a timely manner.
j. May appoint an Assistant Treasurer, to be confirmed by the District Committee, who shall have access to all accounts and assist the Treasurer as they deem necessary.

Section 5. All officers shall surrender, to their successor, all funds, assets, books, records, social media, user IDs, account names and passwords, and other properties pertaining to the affairs of the District Committee (such as all mailing lists, contacts, email lists, donor lists, etc.) upon leaving office. This shall include digital records and accounts as well as hard copies.

Article 8 – Meetings

Section 1. Regular Meetings of the District Committee shall be held, at minimum, quarterly at a date and time to be set by the District Chair per their duties, with proposed agenda given at least ten (10) calendar days in advance thereof, by the Secretary or District Chair. Meetings can be held in person or by any approved electronic means where a member can be seen and/or heard in real time. Attendance of the District Committee meetings is expected. If a member cannot attend the meeting, that member shall notify the Secretary or Chair in advance of the meeting by email, text, phone or in person.

Section 2. Special meetings of the District Committee shall be held pursuant to:

a. Notification from the District Chair, at least 72 hours in advance, or;
b. A resolution of a simple majority of the District Committee at any District Committee meeting, or;
c. A written or electronic petition, signed by at least 50% plus one of the members, and filed with the Secretary and/or Chair (not less than 5 days prior to the requested meeting date) with notification to all members, at least 72 hours in advance of any special meeting.
d. In the case of a special meeting of the District Committee, the Secretary shall be required to comply with the proper procedures for meeting notification delineating the date, time, place, and agenda.
e. Only agenda items added to a special meeting agenda shall be considered at any special meeting.

Section 3. Emergency meetings of the District Committee shall be held at the discretion of the District Chair. The Secretary, under directive of the District Chair, must provide a 24 hour advance notice and delineate the time, place, and agenda. Only agenda items on the emergency meeting agenda shall be considered at any emergency meeting. Should the business at hand deal directly with the Secretary, the District Chair must send out notice as previously set.

Section 4. A **quorum** of the District Committee shall consist of at least 50% plus one of the entire currently sitting membership of the District Committee.

Section 5. Proxies

No member to the District Meeting governed by these Rules may give a proxy to represent him/her at a meeting at which they will be absent.

Article 9 - Removal

Section 1. Members of the District Committee shall be removed from office for dereliction of duty or malfeasance of office, or other good cause by a two thirds (⅔) majority vote of the members at a regular or special meeting called for that purpose, provided that at least a ten (10) day advance notice is given to all District Committee members.

Section 2. If the Secretary is considered for removal, the District Chair must send out notice to the District Committee as previously set; and vice versa if it is the Chair being considered for removal.

Section 3. Three (3) absences in a calendar year may lead to removal by the District Committee by a three fourths (¾) majority vote at a regular meeting.

Article 10 - Fiscal Year

The fiscal year for the District Committee shall be from the first day of January to the last day of December.

Article 11 - Bylaws Committee

These Bylaws shall be maintained in accordance with Federal and State laws, National and State Committee rules, and precedents. The Committee shall present any needed amendments. The District Committee shall provide all district counties with an accurate and valid copy of these Bylaws upon request. The Bylaws Committee shall be a seven member body including the District Chair.

Article 12 - Ethics

Section 1. The District Committee may endorse or denounce any candidate, for public or committee office, in either a primary or general election, with a three-quarters (3/4) majority vote of the members in attendance, provided that all members are notified of this intent at least ten (10) days in advance.

Section 2. While it is desirable that members maintain or support the official position of the District Committee regarding issues and candidates, nothing in these Bylaws shall be interpreted to prohibit individual rights or prerogatives contrary to the organization, so long as they remain respectful of candidates running as Republicans espousing to conservative values as presented in the Republican Party Platform 2016 (or current version as approved at the National Republican Convention). Additionally, no committee resources or titles may be expended to assist a candidate who has not been endorsed by the body. If there is a violation in writing or any other digital media then refer back to Article 9, Section 1.

Section 3. The RINO Clause
A candidate may be denounced by a three-fourths (¾) majority of the District Committee when a candidate running in a Republican Party Primary Election declares that he or she is a Republican, but:

1. Has been found to not embody the definition of the Active Participant Requirement;
2. And/or supports a candidate on an opposition ticket,
3. And/or advocates voting a split ticket or contributes to the campaign of an opposition ticket;
4. And/or has demonstrated in words or deeds, past or present, that they do not support the District Committee, State and/or National Republican Party, its candidates or elected officials, or who are in conflict with these Bylaws or have an affiliation with any political organization which is not officially recognized as working in concert with Republicans as a whole.
5. For other reasons determined by the District Committee

In such a case, the District Committee shall determine if it is in the District Committee's interest to support or endorse any candidate in a contested Republican primary.

Article 13 - District Dues

Section 1. Each county shall be assessed annual dues, per State Convention Delegate, payable on or before August 1st of each year. Such funds shall be collected by the District Treasurer and deposited in the District account.

Section 2. The dues will be determined annually by majority vote of the District Committee.

Article 14 - Parliamentary Authority

Robert's Rules of Order Newly Revised shall be the parliamentary authority in matters not covered by these Bylaws as well as the Bylaws of the Michigan Republican State Committee. The District Chair may appoint an official parliamentarian for all District Committee meetings, subcommittee meetings and caucuses.

Article 15 - Amendments

Section 1. These Bylaws may be amended by a two-thirds (2/3) vote of the currently sitting membership of the District Committee provided that there is a 10 day notice to the entire membership.

Section 2. The Secretary shall provide all members of the District Committee with the text of the proposed amendment(s) no less than ten (10) days prior to the meeting at which they are proposed for approval.

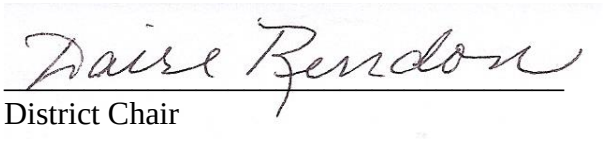
Article 16 - Dissolution Clause

Should the First District Committee disband, all physical properties and monies, whether in cash or held in any account, shall be divided equally among the dues paying county parties within the first congressional district.

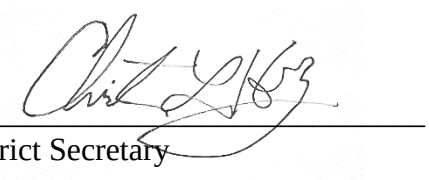
Article 17 - Ratification

These Bylaws become effective immediately upon adoption by a two-thirds (2/3) majority vote of the District Committee Meeting.

FURTHERMORE, These Bylaws must be distributed to the committee members by the District Secretary within 48 hours of ratification; a copy shall also be sent to the county chairs within 30 days.



District Chair



District Secretary

Bylaws adopted March 4, 2024 at a regular meeting of the
1st Congressional District Republican Committee.
So attested, Chris Holz, secretary.