Bylaws for the Republican Assembly,

A Chapter of the California Republican Assembly

*Adopted or most recently amended on this date:*

## Article I – Name, Affiliations, Powers & Objectives

Section 1 (Name). The name of this organization shall be the Republican Assembly (hereinafter, “the Assembly”), which is chartered as a local chapter of the California Republican Assembly. The California Republican Assembly is a non-profit California corporation that has been chartered by the California Republican Party and the National Federation of Republican Assemblies as a Republican volunteer organization.

Section 2 (Precedence). The Assembly shall abide by the most recent Bylaws of the California Republican Assembly. In the event of a conflict between the Assembly’s bylaws or rules and the Bylaws of the California Republican Assembly, the Bylaws of the California Republican Assembly shall be given effect and any conflicting bylaws or rules shall be void.

Section 3 (Powers). The Assembly’s powers shall be to direct, manage, supervise, and control its business, property, and funds. The Assembly may carry out its objectives through all legal means, but it shall not incorporate.

Section 4 (Objectives). The objectives of the Assembly are:

1. To campaign for the election of Republican candidates for public offices and to strive for the appointment of Republicans to appointive positions;
2. To maintain an effective, intelligent, aggressive, and permanent Republican campaign effort within the Assembly’s jurisdiction;
3. To participate in the development of the platforms of the Republican Party while advancing the conservative principles of the California Republican Assembly;
4. To register voters as members of the Republican Party and to encourage them to cast informed ballots in every election;
5. To recruit well-qualified Republican candidates to run for office, to endorse Republican candidates and virtuous ballot measures, and to train leaders for service in government;
6. To promote loyalty and patriotism within the Assembly’s jurisdiction, the State of California, and the United States of America; and,
7. To advance the cause of good government at all levels.

## Article II - Jurisdiction

Section 1 (Geographic Area). The jurisdiction of the Republican Assembly shall be: .

## Article III – Membership & Dues

Section 1 (Membership Requirements). Members of the Republican Assembly must be American citizens of good moral character who are registered Republican voters in California. Members must join and renew their membership by completing the on-line membership application or renewal form on the website for the California Republican Assembly, and they must pay the dues of $25 per calendar year. Eligible persons who do not have access to that website may join as members by any other method that has been approved by the current Board of Directors of the California Republican Assembly. This Assembly’s Board of Directors may reject any new member by two-thirds vote; such rejections may be appealed at the next General Meeting for resolution by majority vote.

Section 2 (Honorary Membership). The Board of Directors may award honorary memberships to worthy persons by two-thirds vote. Such honorary members shall not be permitted to vote unless they meet the eligibility requirements for members.

Section 3 (Membership Records). The organization’s membership records shall be retained by the Secretary and provided to the California Republican Assembly, as required.

Section 4 (Discipline). Any member may be suspended, expelled, or otherwise disciplined for misconduct or ineligibility by a two-thirds vote of the Board of Directors. Prior to the vote, the member shall receive at least twenty days’ notice and shall have an opportunity to address the charges. The Board’s action may be appealed at the next General Meeting; the Board’s action shall stand unless overturned by majority vote at that meeting.

Section 5 (Suspension). Membership shall be automatically suspended for any member whose annual membership dues are not paid by January 31. Such persons shall be reinstated as members when their dues are paid.

## Article IV – Officers & Board of Directors

Section 1 (Elected Officers). The elected officers of the Republican Assembly are the President, Vice President, Treasurer, Secretary, and Immediate Past President. The President, Vice President, Treasurer, and Secretary shall be elected at the Annual Meeting and their terms shall end when their successors are elected.

Section 2 (Appointed Officers). The appointed officers (if any) shall be appointed by the President and confirmed by a two-thirds majority of the Board of Directors. The titles, duties, and terms of office for all appointed officers shall be specified by the Board of Directors, provided that no term may extend beyond the next Annual Meeting.

Section 3 (Board of Directors). The elected and appointed officers shall comprise the Board of Directors. Each Board member shall have one vote and proxy voting shall not be permitted. The Board of Directors shall manage, direct and coordinate the affairs of the organization. The current Senate District Director and Deputy Senate District Director serving on the Board of Directors of the California Republican Assembly from the appropriate Senate District shall be ex-officio members of the organization’s Board of Directors, with the right to receive notice of meetings, but they shall not vote or count toward quorum unless they are also serving as elected or appointed officers.

Section 4 (Selection of Delegates). Delegates and alternates to California Republican Assembly conventions may be elected at any General Meeting. If delegates and alternates have not been elected within the current calendar year, then the Board of Directors may either elect them itself or else authorize the President to appoint them unilaterally.

Section 5 (President). The President shall preside at all meetings, shall serve as the chief executive officer, and shall exercise general supervision over the organization’s activities, officers, and agents. The President shall appoint all committees and committee chairmen, subject to confirmation by the Board of Directors. He or she shall diligently enforce these bylaws and the Bylaws of the California Republican Assembly.

Section 6 (Immediate Past President). When the new President is elected, the former President shall become the Immediate Past President. When a President leaves offices before the end of his term, he or she forfeits the right to serve as Immediate Past President, the current Immediate Past President shall remain in office, and the person who completes the President’s term shall become the Immediate Past President when his successor is elected.

Section 7 (Vice President). The Vice President shall preside at all meetings if the President is absent or unable to preside. He or she shall assist the President and the Board of Directors, as assigned. If the office of President becomes vacant, the Vice President shall become President until the next Annual Meeting.

Section 8 (Treasurer). The Treasurer is the organization’s chief financial officer. He or she shall collect, record, and deposit all dues and contributions, and shall submit the appropriate dues to the California Republican Assembly. The Treasurer shall maintain records of all financial transactions and shall submit a Treasurer’s Report to the Board of Directors at least once each quarter. The Treasurer shall be responsible for complying with tax laws and campaign finance disclosure laws.

Section 9 (Secretary). The Secretary shall record and maintain the minutes at all meetings and shall serve as historian, corresponding secretary, custodian of records, and membership secretary when no other officer has been assigned that task. The Secretary shall send the notices for all meetings.

Section 10 (Financial Review). Whenever a new Treasurer is elected, and more frequently if directed by the Board of Directors, the Board shall elect three members of the organization to serve on a Financial Review Committee. The Committee shall review the organization’s financial records and issue a report to the Board within sixty days.

Section 11 (Removal). Any member of the Board of Directors may be removed from office for incapacity, dereliction of duty, or misconduct by two-thirds vote at any General Meeting or Board meeting, provided that at least twenty days’ notice is provided. Such removal may be appealed to the following General Meeting, at which time the prior removal shall stand unless overturned by majority vote. Written resignations submitted to the Board of Directors shall take effect immediately, without any vote.

Section 12 (Vacancies). Vacancies on the Board of Directors, except for the office of President, shall be filled until the Annual Meeting by majority vote of the Board of Directors.

Section 13 (Board Meetings). Board meetings may be called by the President or by a majority of the other members of the Board of Directors. Board members must receive at least seven days’ notice for each meeting, but members shall have the right to waive notice and participation in the meeting shall constitute waiver. Meetings may be conducted in person or by teleconference, or by any similar means allowing two-way communication. Participation by a majority of the Board members shall constitute quorum.

## Article V – Meetings

Section 1. (General Meetings). General Meetings shall be called at least once per quarter by the President or the Board of Directors. The Board of Directors may dispense with a meeting for good cause. Members shall receive at least seven days’ notice of the time, place, and purpose of each meeting. Quorum shall be attained by the physical presence of ten percent of the membership or by two-thirds of the Board of Directors. Once attained, quorum shall remain in effect until the meeting is adjourned.

Section 2 (Annual Meeting). The Annual Meeting is a special General Meeting that shall be called in December, January, or February by the Board of Directors for the purpose of electing the elected officers and conducting such other business as may be desired.

Section 3 (Notice). Meeting notices, and all other notices required by these bylaws, may be provided by first-class mail, hand delivery, electronic mail, or equivalent written means. Members shall have the right to waive notice and physical appearance at a meeting shall always constitute waiver of notice.

Section 4 (Voting). Voting at all meetings shall be restricted to persons who have been members in good standing for more than thirty days. Members must be physically present to vote and proxy voting shall not be permitted.

Section 5 (Parliamentary Authority). *Robert’s Rules of Order, Newly Revised* shall serve as the parliamentary authority for all disputed matters not covered by these bylaws or by the Bylaws of the California Republican Assembly.

## Article VI – Bylaw Amendments

Section 1 (Amendments). These Bylaws may be amended by two-thirds vote at any General Meeting where adequate notice is provided.

Section 2 (Notice of Amendments). No amendment may be adopted unless the proposed text was provided to all members eligible to vote at least thirty days before the General Meeting at which it was to be adopted. Only germane amendments to the proposed text may be approved at the General Meeting without providing additional notice. If written notice of a proposed amendment was provided to the Secretary at least thirty days prior to the General Meeting, then the Secretary shall provide notice to the members. Any amendment that is adopted becomes effective immediately.

Section 3 (Safekeeping). After an amendment is adopted, the Secretary shall incorporate it into these bylaws, distribute the updated bylaws to the Board of Directors, and submit the updated bylaws to the CRA Charter Review Committee and a copy shall be provided to the Membership Secretary of the California Republican Assembly for safekeeping.

## Certification

I hereby certify that the foregoing Bylaws of the Republican Assembly, as amended to date, were duly adopted by the members thereof, on the date of at a meeting that took place at

President’s Name: President’s E-mail:

President’s Signature: Date Signed:

Secretary’s Name: Secretary’s E-mail:

Secretary’s Signature: Date Signed: