

BYLAWS
THE EXECUTIVE COMMITTEE
OF THE
NUECES COUNTY REPUBLICAN PARTY

ARTICLE I

NAME AND PURPOSE

Section 1. The name of this organization shall be the Executive Committee of the Nueces County Republican Party, hereinafter referred to as the Executive Committee.

Section 2. The Executive Committee shall exercise those powers conferred upon it by the Election Code of the State of Texas, by the Rules of the Republican Party of Texas, and by these Bylaws and Standing Rules; and shall establish the general policies of the Nueces County Republican Party.

Section 3. Any reference to gender within these Bylaws and Standing Rules shall be understood to refer to either male or female unless otherwise specifically stated.

ARTICLE II

MEMBERSHIP AND PRIVILEGES

Section 1. The Executive Committee shall be composed of the County Chairman, who shall be the Committee's presiding officer, and the Executive Committeeman (Precinct Chairman) from each election precinct in Nueces County, all of whom shall be elected biannually as provided by the Election Code of the State of Texas. Only these Executive Committee members shall have the right to vote at Committee meetings. The County Chairman may vote in the cases of a tied decision and a secret ballot vote only.

Section 2. Any vacancy in the office of County Chairman or Executive Committeeman shall be filled by the Executive Committee. A majority of the total membership of the Executive Committee must participate in filling a vacancy in the office of County Chairman or Executive Committeeman and the person selected must receive a majority vote of those members participating. To qualify to hold the office of County Chairman or Executive Committeeman, a person must be a qualified voter residing within the bounds of the county or precinct represented, and cannot be a holder of elected public office at the county, state, or federal level or candidate for such office.

Section 3. Resignations by precinct chairmen will be by letter from the resigning member to the County Chairman. The resignation will be announced at the Executive Committee meeting by the Precinct Development Committee chairman or any other member of the Executive Committee. The resignation will then be effective and the position will be declared vacant. The letter of resignation will be included with that meeting's minutes.

Section 4. If a precinct chairman moves out of his precinct and fails to present a letter of resignation, the Precinct Development Committee chairman or any other member of the Executive Committee may, by letter to the County Chairman, declare by what proof the precinct chairman is known to have moved from that precinct. The letter will be presented to the Executive Committee at the next meeting and the vacancy must be approved by a majority of the members present and voting, a quorum being present. The position will then be declared vacant and the letter of proof will be included with the meeting's minutes.

ARTICLE III

MEETINGS

Section 1. The Executive Committee shall meet at such times as required by the Election Code of the State of Texas; in any case, there shall be a regular meeting held not less than once each three (3) months.

Section 2. Meetings may be called by the County Chairman or upon written petition of twenty five percent (25%) of the members of the Executive Committee to the County Chairman or Acting County Chairman. Notice of such meetings must be provided to every Executive Committeeman and held no earlier than five (5) days after presentation of the petition to the County Chairman and/or Secretary.

Section 3. Not less than fourteen (14) days written notice, for the organizational meeting following the Primary, and ten (10) days written notice for all other meetings, delivered by the United States Postal Service, shall be required for all meetings, except in the event of a stated emergency, in which case two (2) days notice by telephone, mail or e-mail shall be required. All designations of time, except in the event of a stated emergency, shall be considered as the postmark date.

Section 4. In the event a meeting is called, and the County Chairman and Vice Chairman fail to attend, the Secretary shall call the meeting to order and preside while the members, a quorum being present, elect a temporary chairman to preside at that particular meeting. If the County Chairman, Vice Chairman, and Secretary fail to attend, any Executive Committeeman may call the meeting to order at the appointed hour and preside while the members, a quorum being present, elect a temporary chairman to preside at that particular meeting. The Temporary Chairman shall have the same authority of presiding officer as the regular County Chairman has at any meeting.

Section 5. A quorum for the conduct of business shall be one-third (1/3) of the total membership of the Executive Committee. A quorum for statutory meetings shall be those members present. However, if one-third (1/3) of the membership are not present at the statutory meeting, only the business required by the Election Code shall be transacted.

Section 6. At any meeting of the Executive Committee, any Executive Committeeman may speak. Any other person desiring to speak must be recognized by the County Chairman and have the general consent of the Executive Committee.

Section 7. At any meeting of the Executive Committee, seating shall be reserved for the exclusive use of members. Visitors shall be seated in a designated area for their use.

ARTICLE IV

APPOINTIVE OFFICERS

Section 1. The appointive officers shall be a Vice Chairman, a Secretary, a Treasurer, a Legal Counsel, a Parliamentarian, and a Sergeant-at-Arms.

Section 2. The County Chairman shall, with the advice-and-consent of the Executive Committee at a meeting of which due notice of purpose has been given, nominate for appointment qualified persons to serve as the Vice Chairman, the Treasurer, the Legal Counsel, the Parliamentarian, and the Sergeant-at-Arms. The County Chairman shall appoint the Treasurer immediately upon assuming office. If the Executive Committee does not give its consent to a nominee for an appointive office the County Chairman shall withdraw the name of that nominee and send the name of another qualified person for that appointive office to the Executive Committee for its advice-and-consent. The floor will also open for nominations by Executive Committeemen of other qualified persons for that appointive office. Each of these officers may be removed from office by the County Chairman, subject to reinstatement by a two thirds (2/3) majority vote of the members of the Executive Committee. In no case shall any Executive Committee position be vacant for more than ninety (90) days.

Section 3. The Secretary shall be appointed by the Executive Committee by a majority of those present and voting, at a meeting of which due notice of purpose has been given. The Secretary may be removed from office by a majority vote of all members of the Executive Committee, at a meeting of which due notice of purpose has been given.

Section 4. The terms of office of the appointive officers shall be concurrent with that of the Executive Committee, except that in the event of a vacancy in the office of County Chairman, the appointive officers shall serve only until the election of the new County Chairman.

Section 5. The duties of the appointive officers shall be detailed in the Standing Rules of the Executive Committee.

ARTICLE V

SUCCESSION

In the event the County Chairman resigns, becomes incapacitated to serve, or dies, the office of County Chairman shall be deemed vacant, and the Secretary shall call a meeting of the Executive Committee in accordance with the Election Code of the State of Texas.

ARTICLE VI

STANDING COMMITTEES

Section 1. There shall be eight (8) Standing Committees, as follows: Finance, Candidate/Campaign, Auxiliary Development, Precinct Development, Leadership Activities, Public Relations, Headquarters, and Coordinating.

Section 2. Membership of each Standing Committee, except the Coordinating Committee, shall be recruited by each Standing Committee Chairman in accordance with the needs of the Committee and appointed by the County Chairman, with the advice-and-consent of the Executive Committee present and voting, a quorum being present at a meeting of which due notice of purpose has been given..

Section 3. Membership of the Coordinating Committee shall be composed of the Chairman of each Standing Committee and the elected and appointive officers. The County Chairman shall serve as Chairman of the Coordinating Committee.

Section 4. The first meeting of each newly constituted Standing Committee shall be called by the County Chairman, to be held no later than five (5) weeks following the adoption of these Bylaws. Thereafter, it is the duty of each Standing Committee Chairman to call the Committee together, except that in his absence or negligence, the Committee shall meet at the call of the County Chairman, or on petition to the County Chairman of any three (3) of its members, the County Chairman shall within three (3) days thereafter issue the call of the meeting of the respective Standing Committee.

Section 5. The Chairman of each Standing Committee shall be a member of the Executive Committee and appointed by the County Chairman, with the advice-and-consent of the Executive Committee present and voting, a quorum being present at a meeting of which due notice of purpose has been given. A majority of a Standing Committee's members constitutes a quorum. Each Standing Committee shall appoint a secretary from its members to record the minutes of the Committee's activities. All

members of each Standing Committee shall have voting privileges at the Standing Committee meetings.

Section 6. The term of office for Standing Committee members shall run concurrently with that of the Executive Committee, except that in the event of a vacancy in the office of County Chairman, the members shall serve only until the election of a new County Chairman.

Section 7. Any appointive Standing Committee member may be removed from membership by the County Chairman, subject to reinstatement by a majority vote of the Executive Committee, a quorum being present.

ARTICLE VII

SPECIAL AND TEMPORARY COMMITTEES

The County Chairman may appoint, with the advice-and-consent of the Executive Committee at a meeting of which due notice of purpose has been given and a quorum being present, such Special and Temporary committees as he deems necessary to assist him in carrying out duties not specifically assigned to a Standing Committee. Such Special and Temporary committees shall include, but not be limited to, the Temporary Committees on Nominations, Credentials, Rules, Permanent Organization and Platform for the Party's biennial County Convention. Each Special and Temporary Committee Chairman shall be an ex-officio (non-voting) member of the Coordinating Committee.

ARTICLE VIII

PARLIAMENTARY AUTHORITY

The rules contained in the most current edition of Robert's Rules of Order shall govern the Executive Committee, the Standing, Special, and Temporary Committees, and officers in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and any special rules promulgated by the Republican Party of Texas, or any state or federal statutes.

ARTICLE IX

AMENDMENTS

These Bylaws may be amended by a two-thirds (2/3) majority vote of the members of the Executive Committee present and voting at a meeting of the Executive Committee, a quorum being present, by giving notice at the previous regular meeting, or by mailing

written notice to each Executive Committeeman at least fourteen (14) days in advance of a regular meeting called for that purpose.

ARTICLE X

TRANSPARENCY REQUIREMENTS

All meetings of the Executive Committee, Standing Committees, Special Committees, and Temporary Committees shall be open as required by the Texas Statute on Open Meetings. The County Chairman reserves the right to go into Executive Session to discuss legal concerns, financial or personnel matters. All records of the Executive Committee and Headquarters of the Nueces County Republican Party, including but not limited to, accounting reports, checkbooks, bank statements, official correspondence, data processing records, committee reports, candidate filing forms, election returns, precinct and county convention minutes, primary voter lists, and bids and contracts shall be kept at Party Headquarters unless otherwise directed by the Executive Committee, and shall be available for the inspection of any Executive Committeeman in the presence of the County Chairman or his representative.

ARTICLE XI

TERM OF BYLAWS

The term of these Bylaws will be concurrent with the term of the Executive Committee which adopts them by a majority vote of the Executive Committee members present and voting, at a meeting of which due notice of purpose has been given.