



2020-2022

Code of Regulations

Summit County Republican Central Committee



Section 10
Amendments

The Code of Regulations of the Central Committee may be altered or amended at any time by a two-thirds vote of the Central Committee at a meeting called for that specific purpose.

Section 9
Other Rules and Regulations

9.1 Candidate Support. The Central Committee and Executive Committee shall pledge its support to only those state and local candidates who are duly nominated in Republican Primary elections, the Presidential and Vice-Presidential candidates duly nominated at the Republican National Convention, and any additional candidates who are endorsed by the Central Committee or the Executive Committee to fill vacancies on the ticket.

9.2 Lincoln Day Dinner. The officers of the Central Committee, in conjunction with the officers of the Executive Committee, shall continue to hold the annual Lincoln Day Dinner, if in their judgment it is desirable to hold such an affair, and to do such other acts as will promote Republican Party success.

9.3 Candidate Endorsements. Following any filing deadline, the Officers of the Central and Executive Committees may meet and interview candidates for office and prepare a report for consideration by the Executive Committee for endorsements for the primary and/or general election ballot. The Executive Committee may accept, amend or reject the Officers' report. Any endorsements of the Executive Committee must be approved by a vote of at least 60% of the members present.

9.4 Robert's Rules of Order. The most recent edition of Robert's Rules of Order shall govern all proceedings of the Central Committee, Executive Committee, Finance Committee, Audit Committee, other committees of the Summit County Republican Party or the officers thereof not specifically covered by these rules.

2020-2022
CODE OF REGULATIONS
SUMMIT COUNTY REPUBLICAN CENTRAL COMMITTEE
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- (v) In the event of a tie vote on the second ballot between two candidates such two candidates shall resolve such tie by the method set forth under the Ohio Revised Code for breaking a tie vote for public office.

8.8 Quorum. Except as provided for under Ohio law, those members of the Central Committee, Executive Committee, or Finance Committee present at a duly called meeting of the members of the Central Committee, Executive Committee or Finance Committee shall constitute a quorum for any meeting of the members of the Central Committee, Executive Committee, or Finance Committee. Except as otherwise provided in this Code of Regulations, the act of a majority of the members of such Committee present at a meeting at which a quorum is present is the act of the Committee. With respect to the Audit Committee, the presence of two voting members of the Audit Committee shall constitute a quorum for any meeting of the members of the Audit Committee.

8.9 Procedure. The Chairman of the each respective Committee will preside at the meetings of such Committee.

8.10 Conduct of Meetings. Debate on any and all motions shall be limited to 4 minutes per person, per matter.

an election is occurring, the rules may be suspended and an election in which a candidate is opposed may be held by voice vote or a manner permitted under Ohio law, other than by secret ballot.

- (c) Procedure for Opposed Elections. Rules and procedures for opposed elections are as follows:
- (i) There shall be only one nomination speech per candidate which shall last no longer than three minutes. The nomination speech shall be followed by one speech seconding the nomination which shall last no longer than two minutes.
 - (ii) The names of the persons submitted in nomination for the position must be voted on by secret ballot or voice vote, to the extent permitted under Ohio law.
 - (iii) If any one of the candidates receives a majority of the votes cast, then that person shall be named as the selection of the committee. “Majority” being defined as “the number of votes greater than one-half (1/2) of the votes cast on each ballot taken.”
 - (iv) If none of the nominees receive a majority of votes cast, then the two candidates receiving the higher number of votes on the first ballot shall be voted upon again, and the person then receiving a majority of the votes shall be named as the selection of the committee to fill the position.

CODE OF REGULATIONS

SUMMIT COUNTY REPUBLICAN CENTRAL COMMITTEE

Section 1

General

1.1 Name. This organization is the Summit County Republican Central Committee (the “Central Committee”).

1.2 Powers. The Central Committee will have such powers as are now, or may hereafter be granted by Ohio law and/or by this Code of Regulations.

Section 2

Offices

The principal office of the Central Committee will be in Summit County, Ohio, or at such other place as the Central and/or Executive Committee may from time to time appoint or as the activities of the Central and/or Executive Committee may require.

Section 3

Central Committee Membership

3.1 Composition of Central Committee. The Central Committee will, in accordance with O.R.C. 3517.03, consist of one member from each precinct in the County of Summit who files their Declaration of Candidacy and Petition with the Summit County Board of Elections and is duly elected for a four year term or is appointed as provided for herein.

3.2 Vacancies.

- (a) The Central Committee and/or the Executive Committee each shall be authorized to fill any vacancies that may occur on the Central Committee.
- (b) The Central Committee authorizes and delegates to the Executive Committee the authority to fill any vacancies that may occur as to Republican candidates and/or officeholders as permitted by law.

3.3 Automatic Expulsion.

- (a) Any candidate for election to the Central Committee who, during their candidacy, either (i) votes in a partisan primary other than a Republican primary, or (ii) permits his or her name to be used, or his or her campaign committee to be used, on behalf of or solicits or gives support to or for any candidate other than a Republican candidate in any primary election, shall be ineligible to take his/her office as a Member of the Central Committee, if elected.
- (b) Any member of the Central Committee who, during their term of office, votes in a partisan primary other than a Republican primary, automatically ceases to be a member of the Central Committee.
- (c) Any member of the Central Committee who, during their term of office, permits his or her name to be used, or his or her campaign committee to be used on behalf of or solicits or gives support to or for any candidate other than a Republican candidate in any primary, or who permits his or her name to be used, or his or her campaign committee to be used on behalf of, or solicits or gives support for a

- (c) If the notice is mailed, it will be deemed to be delivered when deposited in the United States Mail so addressed with postage thereon prepaid.
- (d) If notice is given by telegram, facsimile, telecopy or electronic mail, such notice will be deemed to be delivered when the telegram or facsimile, telecopy is delivered to the receiving facility or when the electronic mail is transmitted to the addressee.
- (e) Any member of the Central Committee, Executive Committee, Finance Committee or Audit Committee may waive notice of any meeting. The attendance of a member at a meeting of that Committee will constitute a waiver of notice of such meeting, except where a member attends the meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

8.7 Voting.

- (a) General. Each member of the Central Committee, Executive Committee, Finance Committee or Audit Committee will be entitled to one vote at any meeting of such Committee.
- (b) Procedure for Voting. Except for the election of officers or candidates for appointment where a candidate is opposed and a vote by secret ballot is permitted under Ohio law, all voting shall be by voice vote. To the extent permitted by Ohio law, when a candidate for office or a candidate for an appointment is opposed, the election of such candidate shall be by secret ballot as provided for in Section 8.7(c). Upon a vote of 60% of the members of the Committee before which

notice at such place and time as the person or persons calling such meeting specifies in the notice of said Meeting required by Section 8.6, below.

8.4 Special Meetings. The members of the Central Committee, Executive Committee, Finance Committee or Audit Committee may call a Special Meeting by written petition signed by at least 40% of such committee membership which states the purpose for such Special Meeting and which petition is delivered to the Chairman of the appropriate Committee. The Chairman of the appropriate Committee shall cause notice of such Special Meeting to be sent to all members of the Committee within ten business days of receipt of the petition provided for herein.

8.5 Location of Meeting. Meetings of the Central Committee, Executive Committee, Finance Committee or Audit Committee may be held at any place within Summit County as specified in the notice of the Meeting.

8.6 Notice. The following provisions will govern notice:

- (a) Written notice of the time and place of each meeting of the Central Committee, Executive Committee, Finance Committee or Audit Committee will be given to each member of the respective Committee either by personal delivery or by mail, facsimile, telecopy, telegram or electronic mail at least five days before the meeting.
- (b) Notice of adjournment of a meeting need not be given if the time and place to which it is adjourned are fixed and announced at such meeting.

candidate other than a regularly nominated, appointed, or endorsed Republican candidate in any special or general election shall automatically cease to be a member of the Central Committee.

Section 4 **Central Committee Officers**

4.1 Officers. The officers of the Central Committee will consist of a Temporary Chairman and a Temporary Secretary elected for the sole purpose of electing the permanent officers. The permanent officers may be a Chairman, Secretary, Executive Vice-Chairman (if elected), four Vice-Chairmen, Assistant Secretary, a Treasurer and Assistant Treasurer.

4.2 Election and Term of Office. The officers of the Central Committee will be elected by the members of the Central Committee at its quadrennial organizational meeting. Each officer will hold office until his or her successor has been duly elected or until his or her death, resignation or removal (in the manner provided below).

4.3 Removal. Any officer elected by the Central Committee may be removed, with or without cause, upon a motion to declare the office vacant which is duly made and seconded and which passes by a two-thirds vote of the Central Committee.

4.4 Vacancies. A vacancy in office because of death, resignation, removal, disqualification or otherwise may be filled by a majority vote of the Central Committee for the unexpired portion of the term.

4.5 Chairman. The following provisions will govern the office of Chairman of the Central Committee:

- (a) The Chairman will be elected by the Central Committee at its organizational meeting and will preside at all meetings of the Central Committee.
- (b) The Chairman will be the Chief Executive Officer of the Central Committee and have general overall supervision of all of the business and affairs of the Central Committee.
- (c) The Chairman will be an *ex-officio* member of the Central Committee if he/she is not already a member of the Central Committee and an *ex-officio* member of all Central and Executive Committee sub-committees which may be created from time to time.
- (d) The Chairman may sign, along with the Secretary or any other officer of the Central Committee authorized by the Officers of the Central Committee in conjunction with the Officers of the Executive Committee, any deeds, mortgages, bonds, contracts or other instruments which have been authorized to be executed, except in cases where the signing and the execution thereof would be expressly delegated by the Central Committee or by this Code of Regulations or by statute to some other officer or agent of the Central Committee; and in general, the Chairman will perform all duties incident to the function of Chief Executive Officer and such other duties as may be prescribed by the Central Committee or Executive Committee from time to time.
- (e) Any individual who is an elected public official is not eligible to serve as Central Committee Chairman. However, the Chairman may be an

the Audit Committee as the designee of more than one Committee Chairman. No officer of the Central, Executive or Finance Committee may sit on the Audit Committee, except as provided for herein. The Chairmen and Treasurers of the Central and Executive Committees shall be *ex-officio*, non-voting, members of the Audit Committee.

7.3 Duties. The Audit Committee shall perform an annual review of the Central Committee and the Executive Committee's financial accounts (the "Annual Review"). The Annual Review report shall be posted to the internet web site of the Summit County Republican Party and made available upon request to any Central, Executive or Finance Committee member.

Section 8 **Meetings**

8.1 Applicability. This Section 8 shall apply to all meetings of the Central Committee, Executive Committee, Finance Committee or Audit Committee, except to the extent that Ohio law provides otherwise, in which case, Ohio law shall govern.

8.2 Regular Meeting. Regular meetings of the Central Committee, Executive Committee, Finance Committee or Audit Committee may be held on such days and at such places and times as the Chairman and Secretary of the respective committee specifies.

8.3 Emergency Meetings. Emergency Meetings of the Central Committee, Executive Committee, Finance Committee or Audit Committee may be called by the Chairman and Secretary of such Committee with 24 hours prior

Section 6
Finance Committee

There shall be a Summit County Republican Finance Committee (the “Finance Committee”) whose officers shall be jointly appointed by the Chairmen of the Central Committee and Executive Committee. The Finance Committee shall have as its members those individuals making the minimum annual contribution towards the costs of operating the Summit County Republican Party and funding its candidates, jointly determined by the Chairmen of the Finance Committee, the Central Committee and Executive Committee. In conjunction with the Chairmen of the Central Committee and Executive Committee, the Finance Committee shall adopt an annual budget for the operation of the Summit County Republican Party and the funding of its candidates. The members of the Finance Committee shall have such meetings from time to time as may be called by the Chairmen of the Finance Committee, Central Committee and Executive Committee. The Finance Committee shall meet not less often than annually.

Section 7
Audit Committee

7.1 Membership. There shall be a Summit County Republican Audit Committee (the “Audit Committee”) which shall have three members: (a) one member of the Central Committee appointed by the Central Committee Chairman; (b) one member of the Executive Committee appointed by the Executive Committee Chairman; and (c) the Finance Committee Chairman. The Finance Committee Chairman shall serve as the Chairman of the Audit Committee.

7.2 Limitations and *Ex-Officio* Members. No one individual may sit on

elected member of the Central Committee, the Ohio Republican State Central and Executive Committee or as a delegate to the Republican National Convention or State Republican Convention.

- (f) Any individual who is a law-partner with the Chairman or chief executive officer of the Summit County Democratic Central Committee, Summit County Democratic Executive Committee, Summit County Democratic Finance Committee, State Democratic Central Committee or State Democratic Executive Committee is not eligible to serve as Central Committee Chairman.
- (g) Any individual who is an associate or employee of a law-firm in which the Chairman or chief executive officer of the Summit County Democratic Central Committee, Summit County Democratic Executive Committee, Summit County Democratic Finance Committee, State Democratic Central Committee or State Democratic Executive Committee is a partner, member or shareholder is not eligible to serve as Central Committee Chairman.
- (h) An individual is not eligible to serve as Chairman if the individual cannot:
 - (i) devote appropriate efforts to the performance of his or her obligations as Chairman; and
 - (ii) be available to perform the obligations of Chairman during general business hours.
- (i) The Central Committee Chairman must file any and all disclosure forms required by Ohio law.

4.6 Executive Vice-Chairman. There may be an Executive Vice-Chairman who, in the absence of the Chairman, will perform the duties of Chairman when the office of Chairman is vacant or the Chairman is unable or unavailable to act and will have such other duties as may be designated by the Chairman.

4.7 Vice-Chairmen. There shall be four Vice-Chairmen who, in the absence of the Chairman and the Executive Vice-Chairman, (in the order of their election) will perform the duties of Chairman when the office of Chairman is vacant or the Chairman is unable or unavailable to act and will have such other duties as may be designated by the Chairman.

4.8 Treasurer. The following provisions will govern the office of Treasurer:

- (a) Subject to the direction of the Chairman and the Audit Committee, and in cooperation with the Executive Committee Treasurer, the Treasurer will have charge and custody of and be responsible for all funds and securities of the Central Committee; receive and give receipts for moneys due and payable to the Central Committee from any source whatsoever; deposit all such moneys in the name of the Central Committee in such banks, trust companies or other depositories as will be selected in accordance with the provisions of this Code of Regulations; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Chairman or by the Officers of the Central Committee in conjunction with the Officers of the Executive Committee.

Executive Committee and the Officers of the Executive and Central Committees in one or more books provided for that purpose; assure that minutes of all meetings of any Committees or the Officers of the Executive and Central Committees are prepared and filed with the records of the Executive Committee; assure that all notices are given in accordance with the provisions of this Code of Regulations or as required by law; be custodian of the Executive Committee's records; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the Executive Committee Chairman or the Officers of the Executive Committee in conjunction with the Officers of the Central Committee.

- (ii) In the absence of the Executive Vice-Chairman and any Vice-Chairmen, the Secretary will perform the duties of the Executive Committee Chairman when the office of Executive Committee Chairman is vacant or the Executive Committee Chairman is unable or unavailable to act.
- (f) Assistant Treasurers and Assistant Secretaries. Any Assistant Treasurer or Assistant Secretary will perform such duties as will be assigned to him or her by the Treasurer, the Secretary or the Officers of the Executive Committee, as the case may be.

- (d) Treasurer. The following provisions will govern the office of Treasurer:
- (i) Subject to the direction of the Executive Committee Chairman and the Audit Committee, and in cooperation with the Central Committee Treasurer, the Treasurer will have charge and custody of and be responsible for all funds and securities of the Executive Committee; receive and give receipts for moneys due and payable to the Executive Committee from any source whatsoever; deposit all such moneys in the name of the Executive Committee in such banks, trust companies or other depositories as will be selected in accordance with the provisions of this Code of Regulations; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Chairman or by the Officers of the Executive Committee in conjunction with the Officers of the Central Committee.
 - (ii) If required by the Officers of the Executive Committee in conjunction with the Officers of the Central Committee, the Treasurer will give a bond for the faithful discharge of the Treasurer's duties in such sum and with such surety as the Officers of the Central and Executive Committees determine.
- (e) Secretary. The following provisions will govern the office of Secretary:
- (i) Subject to the direction of the Executive Committee Chairman, the Secretary will keep the minutes of the meetings of the

- (b) If required by the Officers of the Central Committee in conjunction with the Officers of the Executive Committee, the Treasurer will give a bond for the faithful discharge of the Treasurer's duties in such sum and with such surety as the Officers of the Central and Executive Committees determine.

4.9 Secretary. The following provisions will govern the office of Secretary:

- (a) Subject to the direction of the Chairman and Ohio law, the Secretary will keep the minutes of the meetings of the Central Committee and the Officers of the Central and Executive Committees in one or more books provided for that purpose; assure that minutes of all meetings of any Committees or the Officers of the Central and Executive Committees are prepared and filed with the records of the Central Committee; assure that all notices are given in accordance with the provisions of this Code of Regulations or as required by law; be custodian of the Central Committee's records; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the Chairman or the Officers of the Central Committee in conjunction with the Officers of the Executive Committee.
- (b) In the absence of the Executive Vice-Chairman and any Vice-Chairmen, the Secretary will perform the duties of the Chairman when the office of Chairman is vacant or the Chairman is unable or unavailable to act.

4.10 Assistant Treasurers and Assistant Secretaries. Any Assistant Treasurer or Assistant Secretary will perform such duties as will be assigned to him or her by the Treasurer, the Secretary or the Officers of the Central Committee in conjunction with the Officers of the Executive Committee, as the case may be.

Section 5

Executive Committee

5.1 General Powers. The Summit County Republican Executive Committee (the “Executive Committee”) in addition to those powers granted to it under Ohio law, has those powers specifically delegated to it by this Code of Regulations.

5.2 Membership.

- (a) Election of the Executive Committee The outgoing Chairman of the Central Committee, in conjunction with the outgoing Chairman of the Executive Committee shall appoint a committee consisting of six members of the Central Committee, three men and three women (the “Executive Nominating Committee”). The Executive Nominating Committee shall prepare a report nominating members of the Executive Committee for approval at the Central Committee’s organizational meeting. The members of the Executive Committee shall be elected by the Central Committee at its organizational meeting. Only electors resident in Summit County, Ohio are eligible to be elected to or serve on the Executive Committee.

State Democratic Executive Committee is a partner, member or shareholder is not eligible to serve as Chairman.

- (viii) An individual is not eligible for election as Chairman if the individual cannot: (a) devote appropriate efforts to the performance of his or her obligations as Chairman; and (b) be available to perform the obligations of Chairman during general business hours.
- (ix) The Executive Committee Chairman must file any and all disclosure forms required by Ohio law.
- (b) Executive Vice-Chairman. There may be an Executive Vice-Chairman elected from among the Executive Committee, and, in the absence of the Executive Committee Chairman, the Executive Vice-Chairman will perform the duties of Executive Committee Chairman when the office of Executive Committee Chairman is vacant or the Executive Committee Chairman is unable or unavailable to act and will have such other duties as may be designated by the Executive Committee Chairman.
- (c) Vice-Chairmen. There shall be four Vice-Chairmen elected from among the Executive Committee, and, in the absence of the Executive Committee Chairman and the Executive Vice-Chairman, the Vice-Chairmen (in the order of their election) will perform the duties of Executive Committee Chairman when the office of Executive Committee Chairman is vacant or the Executive Committee Chairman is unable or unavailable to act and will have such other duties as may be designated by the Executive Committee Chairman.

or other instruments which have been authorized to be executed, except in cases where the signing and the executions thereof would be expressly delegated by the Executive Committee or by this Code of Regulations or by statute to some other officer or agent of the Executive Committee; and in general, the Chairman will perform all duties incident to the function of Chief Executive Officer and such other duties as may be prescribed by the Executive Committee from time to time.

- (v) Any individual who is an elected public official is not eligible to serve as Chairman. However, the Chairman may be an elected member of the Central Committee, the Ohio Republican State Central and Executive Committee or as a delegate to the Republican National Convention or State Republican Convention.
- (vi) Any individual who is a law-partner with the Chairman or chief executive officer of the Summit County Democratic Central Committee, Summit County Democratic Executive Committee, Summit County Democratic Finance Committee, State Democratic Central Committee or State Democratic Executive Committee is not eligible to serve as Chairman.
- (vii) Any individual who is an associate or employee of a law-firm in which the Chairman or chief executive officer of the Summit County Democratic Central Committee, Summit County Democratic Executive Committee, Summit County Democratic Finance Committee, State Democratic Central Committee or

- (b) The Executive Committee and the Central Committee each shall be authorized to fill any vacancies that may occur on the Executive Committee.

5.3 Automatic Expulsion.

- (a) Any member of the Executive Committee who, during their term of office, votes in a partisan primary other than a Republican primary, automatically ceases to be a member of the Executive Committee.
- (b) Any member of the Executive Committee who, during their term of office, permits his or her name to be used, or his or her campaign committee to be used on behalf of or solicits or gives support to or for any candidate other than a Republican candidate in any primary, or who permits his or her name to be used, or his or her campaign committee to be used on behalf of, or solicits or gives support for a candidate other than a regularly nominated, appointed, or endorsed Republican candidate in any special or general election shall automatically cease to be a member of the Executive Committee.

5.4 Executive Committee Duties. The Executive Committee and its officers shall be authorized to conduct and manage all Republican campaign efforts and do all things necessary for the operation of said campaigns, including, but not limited to, operating a full-time headquarters and any other necessary auxiliary offices during regular business hours, and during evenings and weekends, as needed; make all efforts to recruit candidates in all partisan, nonpartisan and judicial elections; conduct fundraising programs; expend monies for the conduct of

campaign efforts and the operation of Republican Headquarters including any related activities thereto; provide basic grassroots support, professional campaign assistance, and fundraising assistance to candidates; and execute any and all necessary contracts and agreements. The Executive Committee, by and through its duly authorized officers in conjunction with the Officers of the Central Committee, shall further be and is hereby authorized to engage in all necessary actions required to conduct Republican election campaigns, and to promote Republican Party success.

5.5 Executive Committee Bylaws. For its own governance, the Executive Committee may adopt bylaws not inconsistent with Ohio law and this Code of Regulations.

5.6 Executive Committee Officers – General.

- (a) Officers. The officers of the Executive Committee may consist of a Chairman, an Executive Vice-Chairman (if elected), four Vice-Chairmen, a Secretary, an Assistant Secretary, a Treasurer and an Assistant Treasurer.
- (b) Election. The officers of the Executive Committee will be elected by the members of the Executive Committee at its quadrennial organizational meeting. Each officer will hold office until his or her successor has been duly elected or until his or her death, resignation or removal (in the manner provided below).
- (c) Removal. Any officer elected by the Executive Committee may be removed, with or without cause, upon a motion to declare the office vacant which is duly made and seconded and which passes by a two-thirds vote of the Executive Committee.

- (d) Vacancies. A vacancy in office because of death, resignation, removal, disqualification or otherwise may be filled by a majority vote of the Executive Committee for the unexpired portion of the term.

5.7 Executive Committee Officers – Specific Offices and Duties.

- (a) Chairman. The following provisions will govern the office of Chairman of the Executive Committee:
 - (i) The Chairman will be elected by the Executive Committee at its organizational meeting and will preside at all meetings of the Executive Committee.
 - (ii) The Chairman will be the Chief Executive Officer of the Executive Committee and have general overall supervision of all of the business and affairs of the Executive Committee.
 - (iii) The Chairman will be an *ex-officio* member of the Central Committee if he or she is not already a member of the Central Committee and an *ex-officio* member of, all Executive and Central Committee sub-committees which may be created from time to time.
 - (iv) The Chairman may sign, along with the Secretary or any other officer of the Executive Committee authorized by the Officers of the Executive Committee in conjunction with the Officers of the Central Committee, any deeds, mortgages, bonds, contracts