

## REPUBLICAN PARTY OF CUYAHOGA COUNTY

### ARTICLE 1: ORGANIZATION

- A. These rules shall constitute the permanent rules of the Cuyahoga County Republican Party Central Committee, the Cuyahoga County Republican Party Executive Committee, and the Republican Party of Cuyahoga County and shall govern all aspects of activity of the Republican Party in Cuyahoga County and supersede all previous rules and the Ohio Revised Code where permitted.
- B. At the meeting of the Cuyahoga County Republican Central Committee held for the adoption of these permanent rules an Executive Committee shall be appointed, standing committees formed, and the COMMITTEE will take such other actions necessary to place these rules in effect and to carry out their intent.

#### SECTION 2:

After the action directed in Section 1, the Name of this Committee shall be the Republican Party of Cuyahoga County and it shall be hereinafter referred to as the COMMITTEE.

#### SECTION 3:

- A. The PURPOSE of the Republican Party of Cuyahoga County shall be to further the cause of the Republican Party of Cuyahoga County and by fostering the principles of the Republican Party to aid the cause of good government in our county, state and nation. The COMMITTEE shall make every effort to further that cause by the election of the best qualified Republican candidates to office in our county, state and nation.
- B. The COMMITTEE shall manage the affairs of the Republican Party in Cuyahoga County, Ohio; have the responsibility for its day-to-day operations at the County level; direct the general policy of the party organization; direct and conduct campaign activities; and conduct such further activities as permitted by law to advance the interests of the national, state and county Republican party. The COMMITTEE may also designate such political and fundraising auxiliaries and such candidate supporting entities as needed from time to time; take other actions to promote the best interests of the Party; and perform all duties required or permitted by law or custom. In its campaign activities and in reports thereon and filed in accordance with law, the COMMITTEE shall identify itself as the Republican Party of Cuyahoga County and shall be referred to as the Republican Party of Cuyahoga County.

### ARTICLE II: OFFICERS AND ELECTIONS

#### SECTION 1:

- A. The COMMITTEE having met on April 26, 2000, according to the Ohio Revised Code and elected officers for the current term, those officers shall serve until the first organizational convention meeting held pursuant to ORC 3517.03, which requires an organizational meeting and election of party officers between 6 and 15 days after the certification of the results of the election of the members of the Cuyahoga County Republican Central Committee, Officers elected in 2000 and thereafter shall serve for a term determined by the term of the Central Committee, a

Resolution adopted prior to their election and until their successors are elected and qualified in accordance with these Permanent Rules.

- B. Unless otherwise provided by law, the COMMITTEE shall be the judge of the qualifications and the election of its members and its officers. All contests of the election of members or officers shall be brought, filed and determined in accordance with these Permanent Rules and the Provisions of the Ohio Revised Code not in conflict therewith, and in all instances the provisions of these Permanent Rules shall be determinative of all such disputes.

### C. SPECIAL PROVISION FOR REMOVAL

- 1. Notwithstanding any other rule or law, any Statutory Officer, Committee Member, other officer (including Ward Leader) or member of any Standing or Special Committee, who votes in the primary of another party or becomes a candidate for any office as a member of another party shall be deemed to have immediately resigned any such position, office and membership in the COMMITTEE.
- 2. All members and officers of the COMMITTEE and any subdivision of the COMMITTEE are strongly urged to support only Republicans for partisan political office and the active support or endorsement of a member of another party for partisan political office or other conduct that violates the spirit of these rules may be grounds for censure by the COMMITTEE in accordance with Robert's Rules of Order.

### SECTION 2:

The statutory officers of the COMMITTEE shall be a Chairman, a Vice Chairman, a Secretary, a Treasurer and an Assisstant Treasurer. No individual shall hold more than one of these offices concurrently.

### ARTICLE III: DUTIES OF OFFICERS

#### SECTION1:

- A. The CHAIRMAN OF THE CENTRAL COMMITTEE shall be the CHAIRMAN of the COMMITTEE and shall direct the daily operations of the Party and the COMMITTEE. The Chairman shall be responsible for all management of the affairs of the COMMITTEE and perform all other duties, prescribed by statute, these rules or custom, usually exercised by the Chairman and consistent with law or these rules. The Chairman shall preside over all meetings of the COMMITTEE and shall be an EX OFFICIO and voting member of all standing and AD HOC committees.
- B. The CHAIRMAN shall devote such time, effort, and attention as necessary to fulfill the duties, responsibilities and business of the Republican Party of Cuyahoga County. The Chairman shall not, at any time, use his or her official position for private or personal financial gain.
- C. Compensation for the Chairman shall be fixed annually by the Policy Committte. A compensation subcommittee of the Policy Committee shall review the total compensation and benefits for the Chairman and any other individual not covered in the annual budget and report a recommendation to the Policy Committee for approval or revision.

## SECTION 2

The VICE CHAIRMAN shall perform the duties of the Chairman in the event of the Chairman's temporary absence or incapacity. In the event of death, resignation, removal from office of the Chairman or vacancy in the Office of the Chairman for other cause, the Vice- Chairman shall serve as a Temporary Chairman until a new Chairman is elected and qualified. In such event, the Secretary shall call a meeting of the COMMITTEE within 45 days of the vacancy for the purpose of electing a new Chairman.

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## SECTION 3:

The SECRETARY shall keep the minutes of all meetings of the COMMITTEE, copies of which shall be available for review by any member of the COMMITTEE within 15 days after any meeting of the COMMITTEE, and shall keep and be custodian of the permanent books and records of the COMMITTEE except financial records.

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## SECTION 4:

The TREASURER shall keep proper books of account of all moneys received and paid out by the COMMITTEE and shall be responsible for the completion and filing of all Campaign Finance Reports required to be filed. The Treasurer shall render proper accounting to the COMMITTEE at a regular meeting thereof and shall be fully accountable to the COMMITTEE for all acts and doings of the Treasurer.

## SECTION 5:

The ASSISTANT TREASURER shall assist the Treasurer in such duties as the Treasurer or Chairman shall proscribe and shall perform the duties of the Treasurer in the event of death, resignation, removal or absence of the Treasurer.

## SECTION 6.

Both the Treasurer and Assistant Treasurer, and any other individual qualified to sign checks of the COMMITTEE, shall be bonded in an amount determined by the COMMITTEE and the COMMITTEE shall pay the cost of such bonds, provided that such bond is available at reasonable cost from a reputable insurance or bonding company

## SECTION 7:

No officer or member of the COMMITTEE shall have any power to bind this COMMITTEE by any financial contract or obligation except as provided by these rules, the Bylaws, or by a resolution properly adopted in accordance with these rules.

## SECTION 8:

In the event of a vacancy in a statutory office other than Chairman, the Chairman may appoint a member of the Committee to serve in that office temporarily, not longer than 180 days, until a meeting of the COMMITTEE may be held for the purpose of filling such vacancy.

## ARTICLE IV: STANDING COMMITTEES

### SECTION 1:

The Standing Committees of the COMMITTEE shall be: Audit, Budget, Executive, Finance, and Policy.

### SECTION 2:

Initial members of the Standing Committees for each term of the COMMITTEE shall be nominated by the Chairman and ratified by the COMMITTEE at each Organizational meeting of the COMMITTEE. Thereafter, membership of the Standing Committees will be in accordance with these rules. Individuals may serve on more than one committee, except in the case of the Audit and Budget committees wherein no one person may serve on both those committees.

### SECTION 3:

The Chairman and the other Statutory Officers of the Central Committee will serve as the Statutory Officers of the Executive Committee unless the Central Committee votes to allow the Executive Committee to elect its own officers. The Audit Committee and Budget Committee will elect their Chairs and other officers. The Chairman of the COMMITTEE shall appoint the Chair of the Policy and Finance Committees, and in the event of a vacancy in an office of the Executive Committee may appoint a member of the Executive Committee to serve in that office temporarily, not longer than 180 days, until a meeting of the Executive Committee may be held for the purpose of filling such vacancy.

### SECTION 4: THE EXECUTIVE COMMITTEE

A. An Executive Committee shall be created and shall be constituted as follows:

- (1) All officers of the COMMITTEE;
- (2) The Chairs of the Standing Committees;
- (3) All Republican Officials from Cuyahoga County elected to Federal, State, County or Mayor in Cuyahoga County;
- (4) The Executive Board of the Cuyahoga County Republican Finance Committee;
- (5) The President or Chair of the following Republican auxiliaries;
  - a. Each division of the Western Reserve Republican Women's organization;
  - b. The Ripon Club;
  - c. The Greater Cleveland Young Republican Club;
  - d. Each College Republican Club;
  - e. The Ohio Republican Council-Cleveland Chapter; and
  - f. All other Republican Auxiliaries officially recognized by the Chairman or the COMMITTEE.
- (6) In addition to those members set forth in "1" through "5" above, membership on the Executive Committee shall be available to any registered Republican, including members of the Central Committee, living in Cuyahoga County who are nominated by the Chairman and elected by the COMMITTEE at an organizational or annual meeting of the COMMITTEE. The total membership of the Executive Committee shall not exceed the maximum potential total membership of the Central Committee.

- (7) The Executive Committee may be divided by rule of the Chairman in absence of a rule into various divisions. Each such division of the Executive Committee shall have an Executive Vice Chairman, appointed by the Chairman of the COMMITTEE.
- (8) Membership on the Executive Committee for all persons, including those members occasioned by paragraphs "1" through "5" above shall be conditioned upon the annual payment of dues of one hundred dollars (\$100). Bylaws or a special Resolution of the Committee may from time to time increase such dues, however, in no event shall they be lower than the amount established herein.
- (9) The Bylaws or a special Resolution of the COMMITTEE may provide a process whereby the financial status of an applicant or member may be considered for the possible waiver of all or part of the annual dues by the Policy Committee. Absent such waiver, any member who fails to pay such dues may be removed from the Executive Committee by the Chairman.
- (10) In the event a vacancy exists in the total Membership of the Executive Committee, the Chairman may appoint qualified individuals to fill such vacancies. At the next meeting of the COMMITTEE, the Chairman shall submit the names of any such appointees to the COMMITTEE for ratification. If such person fails to receive ratification by a majority of the members of the COMMITTEE then present, such appointment shall immediately terminate.

B. The Executive Committee shall have the following duties and functions:

- (1) To advise the Chairman and the COMMITTEE on matters of policy;
- (2) To assist the Chairman and the COMMITTEE in furthering the interests of the Party and in furthering the cause of good government in Cuyahoga County, the State of Ohio and the Nation;
- (3) To further cooperation between Republican elected officials in furthering the interest of good government and to encourage the spirit of cooperation among all local government in Cuyahoga County;
- (4) To screen candidates for endorsement for election or appointment to public office and to make recommendations to the COMMITTEE for action thereon, and to screen and recommend to the COMMITTEE individuals to fill a vacancy in a candidacy occasioned by the withdrawal or death of a candidate or vacancy for other cause of a nomination for any office;
- (5) Vote in Convention assembled with the COMMITTEE on the endorsement for public office of preferred candidates for a Republican Primary. A person who is a member of both the Central and Executive Committee shall have only one vote at each endorsement meeting;
- (6) To comply with all statutory requirements as set forth in the Ohio Revised Code, including the recommendation to the Secretary of State of candidates for membership on the Cuyahoga County Board of Elections;
- (7) To assist in fundraising and efforts to obtain financial support for the COMMITTEE, and to that end shall provide support and assistance to the Finance Committee and its efforts in a manner and form to be determined by the Chairman; and
- (8) Such other duties and responsibilities as the Chairman or the COMMITTEE shall determine.

- C. The Bylaws or a Special Resolution of the COMMITTEE shall provide for an Honorary Executive Committee available for membership by those individuals not otherwise qualified for membership or prohibited by law from membership on the Executive Committee.
- D. The Executive Committee shall meet at least annually to conduct the business of the Executive Committee, make recommendations to the COMMITTEE and report on the activities of the various Divisions. Seventy-five (75) members shall constitute a quorum for the purpose of conducting any business of the Executive Committee, and the members present shall be a quorum for the purpose of conducting the business of any subcommittee or Division.

#### SECTION 5: THE FINANCE COMMITTEE

- A. The Finance Committee shall consist of the Statutory Officers, and such other members as the Chairman may appoint and the Finance Committee may appoint during each term. The Finance Committee shall arrange for fundraising efforts to finance the budget and operations of the Party.

#### SECTION 6: THE BUDGET COMMITTEE

- A. The Budget Committee shall consist of ten (10) or more members, at least 10 of which are members of the COMMITTEE, appointed by the Chairman of the COMMITTEE.
- B. The function of the Budget Committee shall be as follows:
  - (1) To advise and assist the Chairman and staff in preparation, implementation and oversight of the annual budget for the party's operations, including recommending the annual budget for the operation of Republican Headquarters and salaries for staff personnel other than the Chairman.
  - (2) To recommend the budget to the Policy Committee for review and approval.
  - (3) To review and analyze regularly all proposed and actual income and expenditures of the COMMITTEE and to report their findings to the Policy Committee.
  - (4) To establish the budget year for the COMMITTEE, which may differ from the reporting requirements found in relevant provisions of Ohio Election Laws.

#### C. BUDGET/EXPENDITURES

- (1) The Policy Committee shall establish guidelines for and generally supervise the Financial Operations of the business of the Republican Party in Cuyahoga County.
- (2) The Policy Committee by resolution shall set forth the level of authority for the Chairman and officers for the obligation of the COMMITTEE, and the level at which approval of the Policy Committee shall be required for an expenditure or obligation of the COMMITTEE, and the level at which approval of the entire COMMITTEE shall be required for such expenditure or obligation.

- (3) The Policy Committee shall adopt a budget that shall expressly set forth the authority of the Chairman and officers to make expenditures, reallocate funds and generally direct the financial operations of the COMMITTEE.

#### SECTION 7: THE AUDIT COMMITTEE

The Audit Committee shall consist of not less than three (3) or more than (9) members. The Audit Committee shall examine the accounts of the Treasurer, for which purpose it shall have the authority to employ a certified public accountant, and shall make an annual report to the COMMITTEE.

#### SECTION 8: THE POLICY COMMITTEE

- A. The Policy Committee shall consist of the Statutory Officers of the COMMITTEE, the chairs of the standing committees, and such additional members as the Chairman shall nominate and the COMMITTEE shall elect. Members elected upon nomination by the Chairman shall serve for a term of one year. In the event that the Executive Committee votes to elect its own officers, the Policy Committee shall include the Statutory Officers of the Executive Committee, and the Chairmen of the Central Committee and the Executive Committee shall appoint an equal number of members to the Policy Committee.
- B. The Chairman shall appoint the Chair of the Policy Committee. The Policy Committee shall advise the Chairman on matters of policy between meetings of the committee and have such other duties as the Chairman or the COMMITTEE shall determine.
- C. The Policy Committee shall approve, upon recommendation of the Budget and Finance Committees, the Annual Budget Resolution and provide additional financial oversight as established by the Annual Financial Resolution of the COMMITTEE.

#### SECTION 9: OTHER COMMITTEES

The Chairman may appoint such other committees and their membership and officers as the Chairman may determine from time to time are necessary for the furtherance of the affairs of the COMMITTEE. The COMMITTEE may from time to time create such other committees as it may determine and establish their rules and functions.

### ARTICLE V: MEETINGS

#### SECTION 1:

- A. Meetings of the Committee, other than the organizational meeting, may be held upon written call of the Chairman, written call of three of the five Statutory Officers, or upon the call of ten percent (10%) of the members of the COMMITTEE by written petition.
- B. Written notices setting forth the time, location and general purpose of each meeting shall be given by the United States mail posted or by email sent at least six days prior to the date of the meeting.
- C. In the event of an emergency, 24 hours telephone notice may be made by the Chairman, however, a majority of the members of the COMMITTEE attending such emergency meeting must ratify the call and approve the emergency meeting.

- D. Meetings shall be held in Cuyahoga County at any location at the discretion of the Chairman.
- E. The COMMITTEE shall meet at least once annually in addition to the organizational meeting held according to the Ohio Revised Code or these Rules.

SECTION 2:

- A. Seventy-five members present shall constitute a quorum of the COMMITTEE, unless otherwise provided by law. The members present of any Standing Committee or other subcommittee shall constitute a quorum of that committee unless otherwise established by permanent or temporary rule of the COMMITTEE.
- B. A majority of a quorum shall have power to transact any business of the COMMITTEE, any Standing Committee or any subcommittee, unless otherwise provided by statute or rule.

SECTION 3:

- A. All general business meetings of the COMMITTEE shall be open to the public and press. However, neither the press nor general public shall have any right to address the committee or participate in the business of the COMMITTEE unless approved by the Chairman or temporary rule of the COMMITTEE.
- B. Executive sessions shall be permitted for the purpose of discussion of any matter the COMMITTEE deems appropriate, such sessions to be closed to the press and public. An executive session had upon motion and vote of the COMMITTEE or upon the determination of the Chairman of the COMMITTEE, however, the determination of the Chairman to proceed to an executive session shall be appealable by motion to the COMMITTEE and may be overruled only by a two-thirds majority of the members present.

SECTION 4:

- A. At each general meeting of the COMMITTEE, the chairman shall prepare an agenda of the business for that meeting. Any order of business required by applicable law shall be first observed, the Chairman of the COMMITTEE then determining the remaining order of business.
- B. A vote of a majority of the members in attendance shall be required to amend or revise the agenda presented by the Chairman.

SECTION 5:

- A. All matters to be voted upon by the COMMITTEE shall be done openly, in a manner determined by the Chairman of the Committee.
- B. Upon proper motion and a vote of a majority of those in attendance, or upon the decision of the Chairman, a secret ballot may be required on any issue.

SECTION 6:

The most recent edition of ROBERTS RULES OF ORDER shall govern all proceedings of the COMMITTEE not specifically set forth in these rules.



## ARTICLE VI: WARD AND COMMUNITY LEADERS

- A. Each ward of the City of Cleveland and each suburban community in Cuyahoga County is hereby authorized and requested to recommend for appointment by the Chairman of the Central Committee a Ward Leader for each such Cleveland ward or a Community Ward Leader for each such suburban community following the organizational meeting of the Central Committee.
- B. Such Ward Leader shall be recommended only upon the approval by a majority of the elected precinct committee members of such ward or community.
- C. The election for Ward leader may be conducted by means of a petition submitted in writing by a majority of the elected committee members of the ward or subdivision eligible to vote at the organizational meeting of the COMMITTEE. In no event shall any such petition be circulated before the official certification of the results of the primary election by the Cuyahoga County Board of Elections. Notwithstanding the foregoing, the chairman may determine on any grounds that it is in the interest of the COMMITTEE that an election is held to determine the selection of any Ward Leader. Such election may be conducted by the Chairman of the COMMITTEE or an officer of the COMMITTEE designated by the Chairman.
- D. Each suburban community that is divided into more than one ward may, upon approval be the Policy Committee, elect additional Local Ward leaders from each of its wards in the manner provided above. The Policy Committee shall request a written recommendation from the Community Ward leader regarding such approval. Such individuals shall assist the Community Ward Leader in the execution of their duties in the respective city wards and may represent the community in COMMITTEE activities in the absence of the Community Ward Leader. An individual may hold both the position of Community Ward Leader and Local Ward Leader.
- E. In the event a Ward Leader resigns or is otherwise incapacitated during the term of the COMMITTEE, the above process shall again be followed, except that in that event, duly appointed and ratified members of the Central Committee shall have the same rights and privileges as those members elected at a primary election.
- F. A Ward Leader elected as set forth herein shall be considered an Officer of the Subdivision of the COMMITTEE from which they were elected. Robert's Rules of Order shall be applicable in all matters not specifically addressed in these rules with regard to the election of a Ward Leader and continuance in office.

## ARTICLE VII: VACANCIES

### SECTION 1:

Vacancies in the COMMITTEE shall be filled by appointment of the Chairman upon recommendation of the Ward Leader of the COMMITTEE in which such vacancy exists. The Chairman shall notify the Ward Leader of the existence of such vacancy and await a recommendation. If the Ward Leader fails to make a recommendation within 30 days of such notice, the Chairman may make such appointment without any recommendation.

### SECTION 2:

Members appointed under this Article shall have the rights and privileges of an elected member until the next general meeting of the COMMITTEE at which such time the Chairman shall submit to the COMMITTEE the names of all members hereunder for ratification. If the Committee fails to ratify any such appointment, the appointment terminates immediately upon the failure of such ratification.

### SECTION 3:

Notwithstanding any other provision in these rules or provisions of the Ohio Revised Code, no member may be appointed to the COMMITTEE with any right to vote on the appointment of a person to hold public office to replace a Republican Official who dies or resigns public office less than forty-five (45) days prior to a meeting or convention called for the purpose of appointing a replacement for that official or office.

## ARTICLE VIII: ENDORSEMENT OF CANDIDATES

### SECTION 1:

The COMMITTEE has determined that it is in the best interest of the goals of the Republican Party in Cuyahoga County that the COMMITTEE make endorsements of Republican Candidates, especially those seeking nomination at a Republican primary. Unless otherwise determined by Resolution of the COMMITTEE. Section "2" below shall be the process for such endorsements.

### SECTION 2:

- A. A Committee on Candidates shall be established from members of the Executive Committee, the Chairs and members of which shall be appointed by the Chairman.
- B. The committee on Candidates shall establish a process for interviewing prospective candidates and after a review of the credentials and qualifications of each shall by majority vote recommend to the COMMITTEE those to be endorsed. In the case of an appointment as a candidate or office holder, the recommendation shall be made to the Chairman.
- C. In the case of a candidate for nomination, replacement of a withdrawn candidate or in any event where the candidate is to be immediately placed before the voters for election, the Committee on Candidates shall make a recommendation to a joint convention of the Central and Executive Committee for a vote to determine which candidate(s) shall be endorsed.
- D. In the case of an appointment to public office, unless the Chairman otherwise determines, the recommendation of the Committee on Candidates shall be to the Chairman who shall forward the recommendation(s) to the appropriate official.
- E. Nothing in these rules shall be construed to prevent the Chairman from determining that it is in the interest of the Republican Party of Cuyahoga County to call a joint convention of the Central and Executive Committees for the purpose of resolving any matter contained in this Article. Further, it is understood by the COMMITTEE that often recommendations for certain appointments and other matter require prompt action that does not allow for a convention process.

## ARTICLE IX: ADOPTION/AMENDMENTS/MISCELLANEOUS

#### SECTION 1:

Initial adoption of those Rules shall be made at the first general meeting of the COMMITTEE at which they can be presented after notice to members of such consideration. Notice shall include a copy of the rules for review and comment. A majority vote of the members present shall be required for adoption.

#### SECTION 2:

Upon adoption, these rules may be amended by a two-thirds vote of the members present at a general meeting of the COMMITTEE after written notice of the meeting containing an explanation of the proposed amendment or changes.

#### SECTION 3:

These rules may be suspended at any meeting of the COMMITTEE by a two-thirds vote of the members present.

#### SECTION 4:

A copy of these rules shall be available for inspection at all regular business hours at the COMMITTEE offices and shall be filed with the appropriate authority within the 30 days after adoption or amendment. All other books and records of the COMMITTEE shall be maintained at the permanent headquarters of the COMMITTEE and shall be available for inspection by any member of the COMMITTEE during the regular business hours of the COMMITTEE offices and upon reasonable request.

#### SECTION 5:

Upon adoption of these rules, the Chairman may appoint a special committee to recommend within a period of six months from appointment a set of Bylaws for the COMMITTEE, and as needed for Standing Committees and covering other matters as necessary for the conduct of the affairs of the Republican Party in Cuyahoga County and the implementation of these rules.

#### SECTION 6:

Beginning in April of 2005 and every ten years thereafter, the Chairman of the COMMITTEE shall appoint a special Rules Committee for the review of the Permanent Rules and Bylaws of the Republican Party of Cuyahoga County and the recommendation of any revisions or amendment to them. Such special Rules Committee shall make a report of their findings to the COMMITTEE not less than One Hundred Eighty (180) days after their appointment by the Chairman.