

# **SAN MATEO COUNTY REPUBLICAN PARTY**

**(SMGOP)**



## **Bylaws**

**Amended as of February 11, 2021**

Chairwoman Christina Laskowski

Secretary Thomas Weissmiller

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# **SAN MATEO COUNTY REPUBLICAN PARTY(SMGOP) BYLAWS**

As amended February 11, 2021

## **ARTICLE I            GENERAL AUTHORITY**

### **Section 1.00            Preamble and Authority**

The Republican Party of San Mateo County hereby adopts these bylaws which include rules for the composition of the Republican Central Committee (“the Committee”), the election of its officers, and the management and operation of the Party.

#### **Section 1.00.1            Mission Statement**

These bylaws shall constitute the sole and exclusive governing rules of the Committee, a private association which is dedicated to the purposes of registering voters, nominating, endorsing and electing members of the Republican Party to federal, state and local public offices.

### **Section 1.01            Governing Bodies**

The Committee consists of the membership meeting in full several times each year, the Executive Committee, and the executive direction of the elected officers and appointed subordinates as provided more particularly in these bylaws.

### **Section 1.02            Role and Relationship to the State Central Committee**

The Committee is the official organization of the Republican Party in the County of San Mateo and exercises general direction over the Republican election campaign for Republican nominees and endorsed candidates in the County. The Committee operates under

### **Section 1.03            Code of ethics**

- (A) All Members and Ex-officio Members shall comply and abide by the following the Code of Ethics.
- (B) I have been elected to provide Republicans in my district with constructive participation in the decisions and activities of the Party.
- (C) I will respect ideas and opinions expressed by fellow Committee Members to ensure the best interest of the Party.
- (D) I will respect and support decisions and events of the Committee and Republican nominees for partisan offices.
- (E) I pledge to devote the time and effort necessary to ensure thoughtful and informed decisions of the Committee.

- (F) I will adhere to the highest standards of integrity and honesty in all of my endeavors to safeguard the public trust.
- (G) I will work to accomplish the mission of the SMGOP, serve on a committee when needed, and strive to maintain the trust of those who elected me.
- (H) I will serve the interests of all Republicans, avoid acts of favoritism toward special interests and avoid use of the Committee for personal advantage.
- (I) I understand that my authority as an officer or Member is restricted as defined in these bylaws, and that I do not take actions for the Committee otherwise.
- (J) I understand that I may be removed from the Committee for not abiding with this Code.
- (K) I will not vote on a question in which I have a direct personal or pecuniary interest not common to other Members of the organization.

## **ARTICLE II            COMMITTEE**

### **Section 2.01            Membership**

#### **Section 2.01.01        Members**

- (A) The following shall be Members of the Committee:
  - (1) Regular Members elected from each Supervisorial District in the County in a number as determined by the Secretary based on information obtained from the Registrar of Voters.
  - (2) Ex-officio Members consisting of the Republican nominees for State Senate, State Assembly, and United States Congress. (CA Elections Code 7404).
  - (3) Ex-officio Members consisting of the Republican nominee for Governor, Lieutenant Governor, Treasurer, Controller, Attorney General, Secretary of State, Member of the State Board of Equalization, and United States Senator living in San Mateo County. (CA Elections Code 7405).
- (B) The following shall be Alternate Members of the Committee:
  - (1) One person appointed by each regular and Ex-officio Member of the Committee. The Alternate Member shall have the right to vote only when the written authorization of the Member who appointed him or her is on file with the Secretary. An Alternate Member of the Committee shall be subject to the rules and regulations of the Committee. An Alternate Member must meet the same qualifications as the Regular Member and may vote only in the absence of the Member who appointed him or her, except that an Alternate Member appointed by an incumbent Senator, Member of the Assembly, or Representative in Congress need not reside in the district of the appointing power but need only reside in San Mateo County. (CA Elections Code 7406). No regular or Ex-officio Member of the Committee may serve as an Alternate Member for another regular or Ex-

officio Member of the Committee. No Alternate Member of the Committee may serve in that capacity for more than one appointer.

- (C) When any of the terms “regular Member,” “Ex-officio Member,” “appointed Member,” or “alternate Member” are used, said term shall specifically refer to that group to the exclusion of others. The definition of these terms as contained in the California Elections Code shall apply in all cases.
- (D) Election of Regular Members. The Committee will hold a public election conducted by the County Elections Office during the Presidential Primary and use the formula in Section 7400 of the California Elections Code to determine the number of seats and how these seats are allocated among the five County Supervisorial Districts.

**Section 2.01.02            Terms of Members**

- (A) Regular Members
  - (1) The term of each Regular Member of the Committee designated in Section 2.01.01(A)(1) shall begin at the organizational meeting of the Committee, held in December or January following the Presidential primary election, and shall end upon the commencement of the next organizational meeting following the next Presidential primary election.
- (B) Ex-officio Members
  - (1) The term of each Ex-officio Member of the Committee designated in Sections 2.01.01(A) (2) and 2.01.01(A) (3) shall begin at the organizational meeting of the Committee, held in December or January following the primary election, and shall end upon the commencement of the organizational meeting following the next primary election for that office.
  - (2) In a special election for an Assembly or State Senate seat, or for the House of Representatives, the Ex-officio membership of the earlier nominee shall expire immediately upon the nomination of the person most recently nominated or elected, and the new nominee shall replace the earlier nominee for the remainder of the term.

**Section 2.01.03            General Rules of Membership**

- (A) No person may hold more than one membership.
- (B) If a regular elected Member of the Committee is elected to be the Republican nominee for any office listed in Sections 2.01.01(A) (2) or 2.01.01(A) (3), the Member shall retain the Ex-officio membership and forfeit the elected membership.
- (C) If an Ex-officio Member of the Committee is elected as a Regular Member of the Committee, the person shall forfeit the Ex-officio membership upon assuming the regular membership.

- (D) In all of the situations described in Section 2.01.03, the other membership shall be considered vacant due to ineligibility.
- (E) Each Regular Member of the Committee is responsible for actively participating in and contributing to the programs of at least one Standing Committee throughout his or her term of office, and in the District Caucus of which he or she is a member.
- (F) Any Member who registers as a Member of another political party shall be considered to have resigned.
- (G) Any Regular Member who changes legal residence from the District in which they were elected or appointed shall be considered to have resigned.

**Section 2.01.04                      Vacancies and Filling of Vacancies**

- (A) A vacancy exists in a regular or Ex-officio membership if the Member resigns, dies, ceases to be a registered Republican, is certified as incapacitated, moves out of the District in which he or she was elected, or is removed from the Committee.
- (B) When any Member of the Committee, other than an Ex-officio Member, misses four Regular Meetings (as per Section 2.02.01 (B)) within a 12-month period, regardless of the reason, the Secretary shall transmit a notice to the Chair, who shall declare a vacancy for the seat held by that Member. A Member is considered present when either the Member or his/her Alternate is present.
- (C) To be eligible to fill a vacancy as a Regular Member, a person must have the same qualifications as required of the original Central Committee Member for said seat.
- (D) A vacancy in a regular elected membership shall be filled in the following manner:
  - (1) The Chair, following the receipt of a vacancy notice from the Secretary, shall announce the vacancy by mail, email, or facsimile at the next regularly scheduled meeting of the Committee.
  - (2) An individual seeking to fill a vacancy on the Committee shall have attended no less than 3 meetings/activities/events of the Committee within the past 180 days and their attendance must be recorded with the Secretary. Unless vacant the respective District Caucus Member must nominate or second the individual. The person seeking to fill a vacancy must reside within the district in which the vacancy falls.



**Section 2.01.05                    Discipline of Members**

- (A) The Committee may remove any Member, who during his or her term of membership affiliates with, or registers as a Member of another party or as “No Party Preference”, who publicly advocates that the voters should not vote for the nominee of this party for any office, or who gives support or avows a preference for a candidate of another party who is opposed to a candidate nominated by this party.
  
- (B) Members of the Committee have a duty of loyalty to the Republican Party and to elected Republican Candidates. Committee Members will refrain from public displays of openly calling for the removal, censure, impeachment or recall of any elected Republican official. Any Member who represents their views as being those of the Committee or the Republican Party when not authorized to do so or commits the Committee to a course of action and/or financial expenditure without authorization to do so, or engages in inappropriate conduct, may be censured, or removed.
  - (1) All Members of the Committee shall refrain from direct personal attacks regarding the character, intelligence, physical appearance, mannerisms, sex, sexual orientation, race, ancestry, color, creed, and religion of other Members of the Committee and shall otherwise refrain from physical, written, and verbal harassment including directing slurs or obscenities at another Member of the Committee.
  - (2) All Members of the Committee shall respect the personal privacy of other Members and refrain from disseminating the personal contact information of other Members and/or using such information for activities not directly related to the business of the Committee.
  - (3) All Members of the Committee shall immediately cease and desist from any activity directed at another Member of the Committee that is claimed to be objectionable by the person to whom the activity is directed. No discipline may be imposed under this sub-section unless the objectionable activity is determined to be objectively unreasonable and disrespectful.
  
- (C) To remove or censure a Member or officer of the Committee, another Member of the Committee must transmit a written complaint to the Chair, who shall refer it to the Executive Committee for evaluation. The Secretary shall notify the accused and solicit rebuttal Documentation for review in (closed) executive session. The findings of the Executive Committee, together with its recommendations, shall be forwarded to the full Committee for action at a (closed) executive session of the next regularly scheduled meeting.
  
- (D) If, in accordance with the procedure prescribed in this section, the Committee is to be called upon to vote upon the removal or censure of any Member, all Members of the Committee shall be notified in writing by the Secretary or another officer, transmitted no less than six calendar days prior to the meeting

at which a vote will be taken. A two-thirds vote of the Members present and voting shall be required for the removal or censure of a Member.

## **Section 2.02 Meetings**

### **Section 2.02.01 Organizational and Regular Meetings**

- (A) Organizational meeting. The Committee shall convene in an organizational meeting biennially to swear-in Members, elect officers, and conduct other business as the Committee deems necessary.
- (1) The Chair shall call the organizational meeting within the first 15 days of January following each primary election. The Secretary or his/her designee shall send written notice to each Ex-officio and Ex-officio Alternate Member, and each elected or appointed Member due to be sworn at the organizational meeting. Such notice shall be transmitted at least ten (10) days in advance.
  - (2) Newly elected or appointed Members of the Committee shall subscribe to the oath or affirmation of office.
  - (3) The Parliamentarian shall act as the Elections Officer solely to preside over the election of a Chair. The Elections Officer shall appoint an Acting Secretary to record the election of the Chair.
  - (4) The Committee shall elect a Chair. Upon election, the newly elected Chair shall preside over the election of other officers in the following order: Secretary, First Vice Chair, Second Vice Chair, Third Vice Chair and Treasurer. Each officer shall assume duties immediately upon election.
  - (5) When there are more than two candidates for any elected office mentioned in Section 2.02.01 (A) (4) the following procedure shall be followed: If after two rounds of voting no candidate receives a majority of votes cast, then the candidate receiving the least number of votes is removed from the ballot. If two or more candidates tie for receiving the least votes another vote is taken until a single candidate can be removed. A candidate is elected upon receiving a majority of votes cast by the Members present and voting. If there is no majority received by any candidate, then there is no election.
- (B) Regular meetings shall be held on the second Thursday of each subsequent month, subject to change or cancellation by the Executive Committee. The location of meetings shall be determined by the Chair.

### **Section 2.02.02 Notices of Meetings/Written Notice**

- (A) The Secretary shall provide an agenda of any regularly scheduled or special meeting at least three (3) days prior to the original scheduled date of the meeting to all Members expected or required to attend.
- (B) E-mail notice and voice mail notice shall constitute sufficient written notice under these bylaws.

**Section 2.02.03 Quorum, Proxies and Voting**

- (A) Quorum. A quorum of the Committee is a majority of the current, sitting membership, either in person or as represented by an appointed Alternate.
- (B) Proxies. Proxies shall not be permitted for any purpose, including establishment of attendance or voting.
- (C) Voting.
  - (1) Voting shall be by the elected, appointed, Alternate and Ex-officio Members of the Committee. Alternate Members may not vote in the presence of their appointer.
  - (2) The election of officers shall be conducted by secret ballot, except in each case where there is no contest for the office, the officer may be elected by acclamation.
  - (3) Voting on matters of endorsing a Republican candidate for an office where more than one Republican candidate will be on the ballot shall be conducted by secret ballot, with two-thirds of the Members then present and voting required for passage. In any case where there is only one Republican candidate on the ballot, the Chair shall have discretion to endorse that candidate on the Committee's behalf.
  - (4) In cases other than those in Sections (A) (C) (2) and (A) (C) (3) above, voting shall be by voice vote, or the Chair may request a standing vote. A roll call may be demanded by 2 or more Members, in which case the roll shall be called of the regular, appointed, Ex-officio and Alternate Members. Alternate Members will vote when the name of their appointer is called.

**Section 2.02.04 Suspension of Rules**

Any standing rule or bylaw of the Committee other than a provision for supermajority voting may be suspended temporarily by a two-thirds (2/3) majority vote of the voting Members present; provided, however, that such temporary suspension shall apply only to the matter under immediate consideration, and in no case shall it extend beyond an adjournment.

**Section 2.02.05 Special Meetings**

- (A) The Chair may call a special meeting at any time, provided that written notice is transmitted to all Members at least six days in advance. The purpose of the meeting shall be stated in the notice.
- (B) A special meeting may be called by written petition of 15 regular and/or Ex-officio Members. Upon receipt of such a petition, the Chair must set a time and location for a special meeting to take place within ten days. The Chair must notify the Secretary of the special meeting, and the Secretary shall transmit written notice of the meeting to all Members.

## **Section 2.03            Officers**

### **Section 2.03.01            List of Officers**

- (A) Officers. The following shall be the regular elected officers of the Committee to serve for the two year term following the organizational meeting or until their successors have been elected: Chair, First Vice Chair, Second Vice Chair, Third Vice Chair, Treasurer and Secretary. The Chair may appoint a Parliamentarian, a Sergeant at Arms, an Executive Director or Chief Operating Officer, a Technical Director, and other subordinates. Elections for the elected officers shall take place at the organizational meeting.
- (B) Members from each Supervisorial District may also elect a single District Chair who shall also serve the two year term following the organizational meeting.

### **Section 2.03.02            Eligibility to Seek or Hold Office**

- (A) Any elected, appointed, or Ex-officio Alternate Member of the Committee may seek and hold an elected office of the Committee. Alternate Members not appointed by an Ex-officio Member may not seek or hold office.
- (B) Officers shall be elected at the Committee's organizational meeting pursuant to the procedure outlined in Section 2.02.01(A).

### **Section 2.03.03            Vacancies in Offices**

- (A) Chair. If a vacancy occurs in the office of Chair, by reason of resignation, death, or otherwise, the First Vice Chair shall immediately and temporarily become Acting Chair until a successor Chair is elected at the next meeting of the Committee.
- (B) If a vacancy occurs in any elective office other than Chair, by reason of resignation, death, or otherwise, a successor shall be elected at the next meeting of the Committee.
- (C) If a vacancy occurs less than 15 days prior to the next regularly scheduled meeting of the Committee, the vacancy election shall be held at the meeting following the next meeting of the Committee. In no case may more than 45 days be permitted to pass before a vacancy election is held.
- (D) If a vacancy occurs more than 15 days prior to the next regularly scheduled meeting of the Committee, the vacancy election shall be held at the next regularly scheduled meeting of the Committee.
- (E) The Secretary shall notify all Members of the Committee of a scheduled vacancy election at least 10 days in advance. In the event of a vacancy in the office of Secretary, the Chair or a Vice Chair shall provide the notice.

### **Section 2.03.04            Duties of the Chair**

- (A) The Chair shall serve as the chief executive and spokesperson of the Committee.
- (B) The Chair shall preside at all meetings of the full Committee, Executive Committee and any other gathering of the Committee requiring a presiding

- officer. Chair will have the ability to appoint a Committee or Subcommittee Chair to preside. Chair is an Ex-officio Member of all Committee and Subcommittees.
- (C) The Chair may appoint and remove the chairs and Members of Standing Committees.
  - (D) The Chair shall appoint and remove the chairs and Members of ad hoc Committees, unless the full Committee shall prescribe a specific method of determining the Chair and/or Members of an ad hoc Committee it creates.
  - (E) The Chair shall have the power to retain and terminate all Members of the Committee's staff, within approved budget parameters, subject to confirmation by the Executive Committee.
  - (F) The Chair shall have the right and duty to manage the affairs of the Committee and shall perform all the duties usual and customary for the executive of an elected organization.
  - (G) The Chair shall not obligate the Committee to any debt or obligation that is longer than his/her term of office unless approved by two-thirds of the Committee.
  - (H) The Chair is authorized to expend any line items funds for the purposes set forth in the line item and budget as approved by the Committee. The Chair shall not authorize the expenditure of any amount in excess of \$1,000 for any non budget approved item without first obtaining the review and approval of the Executive Committee.
  - (I) The Chair shall transmit the agenda for all Regular Meetings to all Members and Alternates, at least 72 hours in advance.
  - (J) The Chair shall be a Member of the California Republican County Chairmen's Association and other entities within the state Committee as it prescribes.
  - (K) The Committee shall provide for the reimbursement of expenses incurred by the Chair and other officers in the performance of their duties.
  - (L) The Chair shall securely retain a digital or physical copy of all administrative login credentials for all digital and financial networks and platforms which the Committee and all Standing Committees use.
  - (M) The Chair, or an appointed subordinate, shall provide copies of said credentials to the appropriate Committee Members as is needed for them to perform their assigned duties.
  - (N) The Chair shall control access to all physical security devices, including delegating possession of them to Committee Members as is needed for them to perform their assigned duties.

**Section 2.03.05                      Duties of the Vice Chair**

In the absence or disability of the Chair, the Vice Chairmen, in their order, shall perform all the duties of the Chair, and when so acting shall have the powers of, and be subject to, all the restrictions placed upon the Chair. The Vice Chairmen shall have such other powers and perform such other duties as from time to time may be prescribed by a vote of the Committee or directed by the Chair.

(A) First Vice Chair – Finance

- (1) The charge of the First Vice Chair – Finance shall be to raise sufficient money to sustain and expand the activities of the Committee.
- (2) The Vice Chair - Finance is responsible for financial plans, programs and projects on behalf of the San Mateo County Republican Party and approved by the Committee.
- (3) The Vice Chair - Finance will implement all financial activities in cooperation and coordination with the Finance Committee Members, and the Vice Chair – Political Outreach, and any other officer or appointed subordinate as deemed necessary and appropriate.
- (4) The Vice Chair – Finance shall present a Financial Plan for raising money from business interests (corporate and small), individuals (major donors and sustaining Members), as well as gifts and endowments. The Financial Plan shall include an estimated fundraising target and proposed budget. The Financial Plan shall be modified and/or adopted by an absolute majority vote of the Executive Committee and submitted to the Committee for approval by an absolute majority vote of any budgetary items.
- (5) The Vice Chair – Finance shall create a Finance Subcommittee of Committee Members and Non-Member Registered Republicans. The Subcommittee shall be of any size deemed appropriate by the Vice Chair – Finance. The appointment of any Non-Member Registered Republican shall require confirmation by an absolute majority vote of the Executive Committee within 30 days.
- (6) The Vice Chair – Finance shall perform such other tasks as the general membership of the Central Committee and Executive Committee deem necessary and proper by a vote of either.

(B) Second Vice Chair – Volunteers-Registration

- (1) The charge of the Vice Chair – Volunteers-Registration shall be to create and maintain a reliable and cohesive network of volunteers and to register voters within the County.
- (2) The Vice Chair – Volunteers-Registration shall be responsible for identifying registration opportunities and coordinating efforts for registering voters. These include, but are not limited to community street fairs, the County Fair and other public locations and events.
- (3) The Vice Chair – Volunteers-Registration shall also coordinate volunteer efforts when required for getting out the vote (GOTV) during elections, phone banking, precinct walking, petition signing, volunteer recruitment, precinct organization, and other public events.
- (4) The Vice Chair – Volunteers-Registration shall perform such other tasks as the general membership of the Central Committee and Executive Committee deem necessary and proper by a vote of either.

- (C) Third Vice Chair – Political Outreach
  - (1) The charge of the Vice Chair – Political Outreach shall be to achieve the maximum number of political victories.
  - (2) The Vice Chair – Political Outreach shall be responsible for collecting and reporting campaign statistics and results, identifying possible issues and candidates to target, recruiting and developing candidates, coordinating campaigns, communicating with independent Republican clubs and organizations, building political coalitions, outreach to traditionally non-Republican communities and organizations, preparing slates, organizing the endorsement process, proposing platform issues, and lobbying on behalf of the San Mateo County Republican Party.
  - (3) The Vice Chair – Political Outreach shall perform such other tasks as the general membership of the Central Committee and Executive Committee deem necessary and proper by a vote of either.

**Section 2.03.06                      Duties of the Treasurer**

- (A) The Treasurer shall prepare financial practices and procedures which shall be submitted to the Executive Committee for approval.
- (B) The Treasurer shall provide oversight of the Committee’s financial activities to ensure that adequate and correct accounts of all of the properties and business transactions of the Committee, including its assets, liabilities, receipts and disbursements, are maintained; that expenditures have been made in accordance with the approved budget or as directed by the Executive Committee; that the Committee’s assets are protected; and that federal, state and local campaign reports are prepared and records are maintained in compliance with such laws.
- (C) The Treasurer and the Chair shall cosign on all accounts of the Committee. The Chair may designate another officer, or the Executive Director or Chief Operating Officer, to cosign checks in his/her absence on a case-by-case basis. The Committee may authorize checks written under a specific threshold amount or for certain routine matter (i.e., phone and power) to be paid with only one signature.
- (D) The Treasurer shall render a report and account of the financial condition of the Committee at meetings of the Committee and Executive Committee.
- (E) The Treasurer shall monitor and supervise the preparation of financial reports required by federal, state and local law, including payroll tax returns, income tax returns, and campaign disclosure reports. The Treasurer shall have such other duties as prescribed by a vote of either the Committee or Executive Committee.
- (F) The Treasurer shall be responsible for assigning expenditures and income to budgetary categories and determining whether requested expenditures are within approved budget parameters.

**Section 2.03.07                    Duties of the Secretary**

- (A) The Secretary shall be responsible for keeping the records of the membership and proceedings of the Committee in a manner consistent with Robert's Rules of Order, Newly Revised. The Secretary shall have such other duties as from time to time may be prescribed for him or her by a vote of either the Committee or Executive Committee.
  - (1) The Secretary shall be responsible for providing and transmitting all notices described in these bylaws and by the Committee unless otherwise noted.
  - (2) The Secretary shall assess and from time-to-time report to the Executive Committee whether at least one Member from each District Caucus is actively and continually serving on at least one Standing Committee.
  - (3) The Secretary shall upon request from any Member provide a list of all Committee Members serving on each Standing Committee.
  
- (B) In the absence of the Chair and Vice Chairmen, the Secretary shall perform the Chair's duties.

**Section 2.03.08                    Duties of the Immediate Past Chair**

The Immediate Past Chair shall assist the Chair and shall have such other powers and perform such other duties as from time to time may be directed by a vote of the Committee, or by the Chair.

**Section 2.03.09                    Duties of Executive Director**

- (A) The Executive Director of the San Mateo County Republican Party shall be hired and serve at the pleasure of the Chair. The Executive Director may receive compensation on an hourly, salaried, commission basis or other remuneration either from the San Mateo County Republican Party and/or from other sources. The financial terms of the contract for Executive Director shall be subject to approval by the Executive Committee and a vote of the full Committee.
  
- (B) The Executive Director may be an elected, appointed or an Ex-officio Member of the Committee. However, if the Executive Director is a Member of the Committee, the Executive Director will refrain from participating in any vote relating to his/her compensation.

**Section 2.03.10                    Duties of the Technical Director**

- (A) Centrally coordinate and delegate activities on all web, email and related digital platforms used by the Committee.
  - (1) Retain administrative credentials for said platforms.
  - (2) Place a copy of the administrative credentials with the Chair and keep them updated with any changes.
  
- (B) Preside as the Chair of the Digital Platforms Standing Committee.



- (C) Assign and delegate work to other Members of the Digital Platforms Standing Committee as the Technical Director deems appropriate in order to help use, update and maintain the digital platforms.
  - (1) Provide credentials as is necessary for other Digital Platforms Standing Committee Members to access and perform work on the digital platforms.
  - (2) Change the passwords of any credentials given to Committee Members or Digital Platforms Standing Committee Members when said Members no longer have a need to perform duties which require such passwords.
  - (3) Train members of the Digital Platforms Standing Committee as is needed.
  
- (D) Upon resignation or removal from the Committee, pass down all digital platform credential information to the Chair and a successor determined by the Chair.
  - (1) Failure to do so shall constitute theft of digital property from the Committee.
  
- (E) Ensure the transmittal of credentials is done in a secure manner such that the login IDs and their passwords never appear together in any document or email sent over a network.
  - (1) A non-network transfer is recommended, such as using paper or a local digital medium.

## **Section 2.04            Executive Committee**

### **Section 2.04.01            Composition**

The Executive Committee shall consist of the following Members who shall be entitled to vote: the Chair, the First, Second and Third Vice Chairmen, the Secretary, and the Treasurer. The Immediate Past Chair, Technical Director and Parliamentarian shall be non-voting Members of the Executive Committee, unless that person also holds a voting position. The officers of the Committee shall also be the officers of the Executive Committee.

### **Section 2.04.02            Duties**

- (A) The Executive Committee shall provide general direction for the business and operations of the Committee.
  
- (B) The powers of the Executive Committee shall be subject to and limited by any limitations in these bylaws and by the powers of the Committee and the California elections code.
  
- (C) The Executive Committee shall authorize the initiation of any litigation by or on behalf of the Committee and shall approve the defense of any litigation against the Committee or any other person or entity on behalf of the Committee.
  
- (D) Each Member of the Executive Committee shall perform the duties of a Member in good faith, and in a manner that such Member believes to be in the best interest of the Committee.

- (E) The Executive Committee shall review and approve the Committee's budget and financial plan prior to presentation and adoption by the Committee at or before its February meeting each year.
- (F) The Executive Committee shall have the power to review and approve all contracts and indebtedness and approve any non-budgeted payment more than \$1,000.
- (G) The Executive Committee shall approve and refer to the full Committee for approval a strategic plan for the fulfillment of the Committee's responsibility to conduct the Republican campaign each election cycle.
- (H) The Executive Committee shall be the final arbiter of conflicts within and between Standing Committees and District Caucuses. The Executive Committee shall be the final arbiter of conflicts between Members.

**Section 2.04.03 Meetings, Quorum and Voting**

- (A) The Executive Committee shall meet in person at least eight times within each calendar year and at such places and times in San Mateo County as designated by the Chair.
- (B) Meetings of the Executive Committee shall be open to all regular, appointed, Ex-officio and Alternate Members of the Committee.
- (C) Upon written request to the Chair by three (3) Members of the Executive Committee, the Chair shall call an Executive Committee meeting to be convened within 10 days from the date of receipt of the written request.
- (D) The Chair may call a special meeting of the Executive Committee with 24 hour notice to all Committee Members.
- (E) The Chair shall prepare an agenda for each Executive Committee meeting. The Secretary shall transmit the agenda, and accompanying documentation, to Executive Committee Members 48 hours in advance of the meeting or if less than 48 hour notice is given, as soon as is practical.
- (F) The presence in person of three officers shall constitute a quorum for the purpose of transacting business.
- (G) Voting in Executive Committee meetings shall be in person only and voting by proxy shall not be permitted.
- (H) Members of the Committee not physically present in the county at the time of the meeting may participate in any meeting through use of conference telephone or similar equipment.
- (I) Any action required or permitted to be taken by the Executive Committee may be taken without a meeting if all Members of the Executive Committee shall individually or collectively consent in writing to such action. Such written consent or consents must be filed with the minutes of the Executive Committee. Action by written consent has the same force and effect as a vote of the Members of the Executive Committee. Written consent may also be by email transmittal. The Secretary will maintain copies of all email actions.
- (J) The Executive Committee and/or Chair may appoint ad hoc Committees from time to time as necessary for the fulfillment of the Committee's responsibilities.

- (K) The Executive Committee may meet in closed session when discussing personnel matters, litigation or potential litigation, negotiations, or when discussing matters related to the removal or censure of a Member.

## **Section 2.05            Standing Committees**

### **Section 2.05.01            Composition**

- (1) The Committee shall include the following Standing Committees, other than the Executive Committee:
  - (1) Finance
  - (2) Volunteer-Registration
    - a. Voter Registration
    - b. Precinct Operations
  - (3) Political Outreach
    - a. Candidate Recruitment
    - b. Ballot Integrity
    - c. San Mateo Association of Republican Elected Officials
  - (4) Digital Platforms

### **Section 2.05.02            Appointments, Vacancies and Terms of Members**

- (A) At the commencement of his or her term of office and the election of officers, the Chair of the Committee shall, as soon as is reasonably practical, appoint Members of the Committee to the Standing Committees and Subcommittees.
- (B) The Chair of each District Caucus shall be responsible for ensuring that each Regular Member of the Caucus actively and continually serves on at least one Standing Committee.
- (C) The Finance Committee shall consist of the Chair, the Treasurer, the Vice Chair – Finance and Members appointed by the Chair. Finance Committee meetings are to be called and run by the Vice Chair – Finance. The Chair may request a Finance Committee meeting to be held if notice is given to the Vice Chair – Finance 48 hours prior to the date desired. The Finance Committee shall, with the approval of the Chair, implement fundraising programs to ensure the Committee’s operations and programs are sufficiently funded.
- (D) Each District Caucus Chair shall ensure each Standing Committee is represented by a Caucus Member, except for Finance, Ballot Integrity, and the San Mateo Association of Republican Elected Officials.
- (E) Any action or recommendation by any Standing Committee is subject to ratification, modification, or rejection by the Executive Committee or full Committee. The Committee shall have final authority on matters of policy unless prohibited by these bylaws.
- (F) No Standing Committee may endorse any candidate for any public office. The Candidate Recruitment and/or Executive Committee may recommend the endorsement of a candidate, but such recommendation shall not be binding on the Committee.

- (G) The Voter Registration Committee shall consist of the Chair, the Vice Chair – Volunteer-Registration and Members appointed by the Chair. The Voter Registration Committee shall implement programs to register new Republican voters throughout San Mateo County throughout the year.
- (H) The Candidate Recruitment Committee shall consist of the Chair, the Vice Chair – Political Outreach and Members appointed by the Chair. The Candidate Recruitment Committee shall implement programs to identify and recruit Republican candidates for public offices in the County. The Candidate Recruitment Committee may not recruit candidates to run against candidates endorsed by the full Committee, unless the number of endorsed candidates is less than the number of seats up for election on a given board in a single election.
- (I) The Precinct Operations Committee shall consist of the Chair, the Vice Chair – Volunteer-Registration and Members appointed by the Committee. The Precinct Operations Committee shall build and maintain a Republican Neighborhood Precinct Organization consisting of volunteer Precinct Representatives charged with maximizing the rate at which Republican voters in their assigned precinct turn out to vote, and vote for the candidates nominated and/or endorsed by the Committee.
- (J) The Ballot Integrity Committee shall implement a program to ensure the legitimacy of the voting and vote tabulation process in San Mateo County.
- (K) The San Mateo Association of Republican Elected Officials shall implement programs to communicate with and facilitate the sharing of information among Republican elected officials in the County, and between those elected officials and the Committee.
- (L) The Digital Platforms Standing Committee shall consist of the Technical Director and four other Committee Members appointed by the Chair. It shall manage all work with digital platforms. Its bylaws shall allow for content posted on the digital platforms to originate from within itself, or from other Committee Members, subject to an approval process. It shall also assist with social media and mass email communication work delegated by the Chair as needed.

**Section 2.05.03 Meetings and Standing Rules**

Meetings of the Standing Committees shall be called by the Chair or by the Chair of the Standing Committee at such time, place and on such notice as they may designate. The Standing Committees may adopt standing rules not inconsistent with these bylaws.

**Section 2.05.04 Reports**

All Standing Committees may report on any subject within the scope of that Committee's duties as specified in these bylaws or as specially conferred upon that Committee by the Chair at each meeting of the Committee, or upon the direction of the Chair, at any meeting of the Executive Committee, or to such other meeting and at such other times as the Chair may direct.

## **Section 2.06 District Caucuses**

The regular, appointed, Ex-officio and Alternate Members of the Committee from each Supervisorial District shall constitute each District Caucus.

### **Section 2.06.01 Composition**

- (A) The Members of each Supervisorial District Caucus shall consist of the elected or appointed Regular Members from the District and the Ex-officio Members residing in the District.
- (B) An Ex-officio Member who is a nominee for State Senate or U.S. Representative who does not reside in a District of San Mateo County shall not be a Member of a District Caucus.
- (C) Alternate Members of the Committee shall serve as Alternate Members of the Caucus for the appointer.

### **Section 2.06.02 Caucus Chairs and Officers**

Each District Caucus shall elect a Caucus Chair.

### **Section 2.06.03 Meetings, Quorum and Voting**

A quorum shall consist of a majority of the Members of the Caucus and their Alternates. Alternate Members may vote only in the absence of their appointer.

### **Section 2.06.04 Duties**

The District Caucus is responsible for ensuring the implementation of all Committee programs and the work of the Standing Committees, within the Supervisorial District.

### **Section 2.06.05 Funds**

Funds raised by the Caucus shall be deposited in the Committee account and allocated by the budget and/or action of the Executive Committee. Disbursement of funds allocated to Caucus use shall be upon written request of the Caucus Chair, after a majority vote of voting Caucus Members.

No expenditure that is inconsistent with the fulfillment of the Committee's role or programs shall be authorized by the Chair or Treasurer.

## **Section 2.07 Digital Platforms**

The Committee shall maintain a website ("the website") at [www.smgop.org](http://www.smgop.org) which shall be used as a tool to spread our message, provide party information and research on various issues, announce events, encourage donations, promote candidates, and attract volunteers to further the mission of the organization. As such, the content should be fresh and timely. All written materials published on the website shall be professional, respectful and avoid extreme positions. Researched materials shall include source references to ensure accuracy. Non-Member volunteers may submit legislative research

to be posted if approved by either the Chair, the Digital Platforms Standing Committee, the Executive Committee, or the full Committee by a simple majority vote.

At least one Member of the Digital Platforms Standing Committee shall also manage various social media accounts as needed to further the mission of the Committee.

## **ARTICLE III MISCELLANEOUS**

### **Section 3.01 Endorsements by the Chair, Executive Committee, and Full Committee**

#### **Section 3.01.01 Chair's Endorsements**

The Chair may, on behalf of the Committee, endorse a Republican candidate for office in San Mateo County when the candidate is the only Republican who will appear on the ballot, or when the number of endorsed Republican candidates does not exceed the number of positions on a given board in a single election. A Chair's endorsement made on behalf of the Committee shall have the same force and effect as an endorsement voted on and approved by the full Committee. A Chair's endorsement on behalf of the Committee may be revoked by a simple majority vote of the full Committee at the next regularly scheduled meeting following the issuance of the endorsement.

#### **Section 3.01.02 Executive Committee Endorsements**

The Executive Committee shall not endorse, support, or oppose any candidate for nomination in a primary election, or a candidate for election to a "non-partisan" office or any state or local ballot measure; provided, however, the Executive Committee may endorse, support or oppose the recall of a state elected officeholder.

#### **Section 3.01.03 Full Committee Endorsements**

The endorsement of a candidate for public office, including nonpartisan office in San Mateo who does or may face at least one Republican opponent shall require a two-thirds affirmative vote of the full Committee. The Committee may adopt rules and procedures for the consideration of endorsements in any primary, special, recall, or general election. Such rules shall expire no later than the commencement of the next organizational meeting of the Committee.

#### **Section 3.01.04 Other Endorsements Prohibited**

No Standing Committee, ad hoc Committee, District Caucus, or other subdivision within the Committee may endorse any candidate for public office on behalf of the San Mateo County Republican Party.

### **Section 3.02          Fiscal Affairs**

- (A) The Committee's fiscal year shall commence on the first day of January.
- (B) The full Committee shall at its February meeting adopt and amend, as necessary, a budget covering the period from March 1 up to February 28 of the succeeding year. If no budget is adopted or in effect, the Executive Committee may approve an interim budget until a budget is formally adopted by the full Committee.
- (C) The Chair may authorize any unbudgeted expense up to \$1,000. Unbudgeted expenses in excess of this amount, or expenditures in excess of amounts set forth in the budget, shall require the authorization of the Executive Committee.
- (D) No budget in an even-numbered year may be approved that fails to account for the repayment of all Committee debts before the commencement of the next organizational meeting of the Committee, unless endorsed by a two-thirds vote of the Committee. Leases and installment-based payments shall be excluded from this provision.
- (E) Any Member of the Committee shall have full access to the financial records of the Committee upon written request from a Member. The Treasurer shall arrange for viewing of such records in a reasonable period of time and manner.
- (F) The Treasurer shall, with the consent of the Executive Committee, use an accountant who shall assume the duties and functions of a Controller, and shall have the official title of Assistant Treasurer. The Assistant Treasurer shall assist the Treasurer in preparing all budgets and financial reports and maintaining all accounts of the Committee. The Assistant Treasurer shall assist the Treasurer in preparing all tax, campaign disclosure, and other reports required by law. The Treasurer is responsible for the actions of the Assistant Treasurer.
- (G) The Treasurer shall demand a written and signed order/approval from the Chair for directing an expenditure of funds. No payment may be authorized without appropriate documentation consistent with generally accepted accounting practices. No payment may be ordered unless it is signed by the Chair.
- (H) Committee resources may be used to support candidates endorsed by the Republican Party of San Mateo County or the California Republican Party.
- (I) Committee resources may be used to advance the Committee's position, or the California Republican Party's position, on initiatives and referenda.
- (J) Member Communications. The Committee may conduct Member Communications programs in coordination with any endorsed candidate as permitted by, and subject to the limitations of, federal, state and local law.

### **Section 3.03          Strategic Planning**

The Committee shall adopt a Strategic Plan broadly outlining the programs and operation of the Committee and will include those areas covered by the Standing Committees established in these bylaws.

### **Section 3.04 Liability of Officers, Executive Committee and Full Committee Members**

The Committee shall indemnify and hold harmless its officers, the Chief Operating Officer or Executive Director, Executive Committee and full Committee Members from any monetary judgment, fine or penalty, including costs of suit and reasonable attorneys' fees resulting from any official acts or omissions of the officer, Executive Committee or full Committee Member, except when involving intentional, grossly reckless or grossly negligent acts or omissions arising from activity of the officer or Committee Member on behalf of the Committee.

### **Section 3.05 Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the Committee in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Committee may adopt. The California Elections Code shall prevail in all cases where a conflict exists with these bylaws or other rules of the Committee.

### **Section 3.06 Expiration and Amendment of these Bylaws**

- (A) These bylaws shall remain in force and effect until amended.
- (B) These bylaws may be amended by a two-thirds vote of the Members of the Committee attending and voting in a regularly scheduled Committee meeting, provided that the text of the proposed amendment was circulated at the previous regularly scheduled meeting of the Committee.

Christina Laskowski, Chair  
Thomas Weissmiller, Secretary  
San Mateo County Republican Party

## **REFERENCES**

### **PREVIOUS CHAIRS**

<b>From</b>	<b>To</b>	<b>Name</b>
		Mark Watson
	Dec 2008	Karen King
Jan 2009	Dec 2010	Michael Schwab
Jan 2011	Dec 2016	Chuck McDougald
Jan 2016	Dec 2018	John Boyle
Jan 2019	Dec 2019	Neal Kaufman
Jan 2020	Present	Christina Laskowski



## PREVIOUS BYLAWS ADOPTED

- Adopted March 01, 2007. Chair Karen King
- Adopted on July 14, 2011. Chair Chuck McDougald, Secretary Richard N. Ciardella
- Adopted on August 14, 2014. Chair Chuck McDougald, Bylaw Committee Chair Mark Watson

## AMENDMENTS TO BYLAWS ADOPTED (2019 to present)

### Nov 14, 2019:

Proposed Bylaw Amendment **2019-01a** by Thomas Weissmiller was approved by the committee. Section **2.01.01** Members, paragraph (D) was replaced to be in compliance with the California Elections Code Section 7400.

### Mar 12, 2020:

Proposed Bylaw Amendment **2020-01b** by Matt Feemster was approved to make technical corrections in many locations to standardize language usage and paragraph numbering.

Proposed Bylaw Amendment **2020-02c** by Matt Feemster was approved by the committee. Section **2.03.10** Technical Director and Digital Platforms Sections **2.05.02** (L) and **2.07**) were added to enhance communications and security.

### Jan 14, 2021

Proposed Bylaw Amendment **2021-01**, by Thomas Weissmiller was approved by the committee. Section **2.01.04** Vacancies and Filling of Vacancies, para (D) (2) was modified to expand meeting attendance. requirements to fill a vacancy.

### Feb 11, 2021

Proposed Bylaw Amendment **2021-02**, by Thomas Weissmiller was approved by the committee. Section **2.01.04** Vacancies and Filling Vacancies, para (B) was modified by changing “may” to “shall” remove members that miss four meetings in 12 months.