

BY-LAWS OF THE CITY OF ROME REPUBLICAN COMMITTEE

Revised April 4, 2011; 2nd Revision February, 2015

The City of Rome Republican Committee, elected and established by the Republican electors of the City of Rome, does hereby enact rules and regulations for the governance of the Rome Republican Committee as follows:

The name of this Committee is the City of Rome Republican Committee, hereinafter as "City Committee" or "Committee". The purpose of this Committee is to promote the principles and interests of the Republican Party of Rome.

ARTICLE I

A. CITY COMMITTEE

1. City Committee Membership

The City Committee shall consist of two (2) enrolled Republican members from each Election District within the City of Rome, who shall be elected as provided by law.

2. Qualifications

A candidate for the party position of Member of the City Committee shall reside in the election district in which election is sought, unless such residence shall be deemed impracticable by the City Chair, and/or the Ward Chair. Candidates for committee membership must also be duly enrolled in the Republican Party prior to the first day to circulate petitions for such party position, or if appointed, on the date of appointment is made. Any City Officer or Ward Chair must be a member of the City Committee.

3. Election of Officers

Members of the City Committee shall be elected biannually (every 2 years) at the Primary Election held in each even numbered year in accordance with the Election Law of the State of New York.

4. Term of Office

Elected members of the City Committee shall hold office for a period of two (2) years. Appointed members of the City Committee shall serve until the next primary election at which Committee members are elected.

5. City Committee Duties

The Members of the City Committee shall perform such duties as prescribed by law, these City Committee By-laws and such other duties as shall be prescribed by the City Chair and his/her Ward Chair. The sole authority to screen, select, and/or endorse City-wide and Intra-City candidates shall reside with the full Committee (for City-wide elective offices) or the individual

Ward Committees (for Ward specific elective offices). At a minimum, each Committee member shall:

- a. Act as a representative of the Rome Republican Committee throughout his/her specific election district, becoming acquainted with as many persons as possible in an effort to promote the Republican Party.
- b. Cooperate with endorsed Republican candidates during election campaigns.
- c. Register Republican voters.
- d. Recommend to the Chair, enrolled Republicans for appointment as poll watchers and election inspectors in their respective districts.
- e. Visit their polling locations on Election Day and endeavor to get out the vote on behalf of the Republican candidates as requested by the City or Ward Chair.
- f. Help to raise funds, as needed, to support City and Ward Committee activities.
- g. Participate in the City and Ward campaign activities for local candidates.
- h. A Committee Member shall circulate petitions each year.

6. Vacancies of City Committee Members

Vacancies in the City Committee shall be declared upon the death, resignation, disqualification, ceasing to have residence in the City of Rome or removal from office pursuant to Article I Section 9 of these rules, or by the failure to elect a member, as by reason of a tie vote, or other-wise, and for any other reason pursuant to law. Commencing in January 2015 and each year thereafter, a Committee person including a Ward chair who fails to circulate petitions for two (2) consecutive years will be deemed to have vacated their Committee position.

7. Filling of Vacancies of City Committee Members

The City Committee shall meet at least annually for the purpose of filling Committee vacancies, with the exception of any vacancies created during the interim between meetings of the City Committee, which shall be filled by appointment in accordance with these by-laws. Upon a vacancy existing in any Committee vacancies, the Ward Chair wherein any vacancy may exist may, within ninety (90) days of the creation or declaration of said vacancy, appoint an enrolled voter of the party qualified for election from the election district to which such vacancy shall have occurred. The appointment, after notification to the Chair of the City Committee in writing, will be valid during the interim between meetings of the City Committee. At the next City Committee meeting, the Chair of the City or Ward will place the appointee's name in nomination for approval by the City Committee. If the Chair of the Ward wherein any vacancy exists does not fill the vacancy by the next regularly scheduled meeting, the City Chair may appoint a replacement in the same manner as prescribed above. In the event that a vacancy occurs in a Ward Chair position, the Committee Chair shall appoint a new Committee person for the particular ward and, thereafter, the committee persons of the respective Ward shall vote on the new Ward Chair.

If the City Chair has appointed an individual to fill a vacancy, but the appointee's name has not yet been approved by the full committee, then the Ward Chair may nominate a different individual to fill said vacancy, provided the Ward Chair's nominee's name and address has been

given to the City Chair at least forty-eight (48) hours prior to the full City committee meeting. If the 48 hour notice is properly given to the City Chair, then the Ward Chair's nominee shall be placed by the full committee.

In appointing a person to a vacant position, the Ward Chair and/or City Chair shall give preference to appointing a current Committee person who is currently serving in a position in a district other than that person's residential district. In the event a Committee person is moved to a Committee position in his/her residential district, the Ward Chair of the district from which the person was appointed shall then have the authority granted by this Section. Being appointed to the new position in his/her residential district shall have the legal effect of vacating the prior position held by the Committee person, which said vacancy shall be confirmed by the Chair in writing to the County Board of Elections.

Upon a person being appointed to the Committee to fill a vacancy and/or upon the moving of a Committee person(s) from one district to another, the Committee Chair shall notify the County Chair of said changes.

8. Resignation

A member of the City Committee may resign by giving written notice thereof to the City Chair. The City Chair shall notify the applicable Ward Chair within ten (10) days of said resignation. The resignation shall be effective when the City or Ward Chair shall have notified the County Board of Elections of said resignation. The City Chair shall notify the Ward Chair of such resignation prior to notifying the County Board of Elections.

9. Removal

A member or officer of the City Committee may be removed by such Committee for, among other things: disloyalty to the party; corruption in office; failure to maintain enrollment in the party; and failure to perform the duties of a Committee person or Committee Officer. A member or officer may only be removed after the filing with the City Chair of written, verified charges by a City Committee member concerning said member or officer of the City Committee. The City Chair shall promptly schedule a public hearing before the City's Executive Committee, as said Committee is herein defined, and notify, in writing, the charged member of the time and place of the hearing not less than ten (10) days prior to the hearing.

The member or officer against whom said charges are filed shall be entitled to representation at said hearing by counsel of his/her own choice. All testimony at said hearing shall be taken and transcribed, and upon reaching a conclusion, the City Executive Committee shall render findings of fact and report such findings to the full Committee. If, after the issuance of such findings, the member or officer continues to contest such charges and remains a member, then the City Committee shall, by resolution, act on the report and vote to either remove or retain said officer or member.

B. CITY COMMITTEE OFFICERS

1. City Officers

The City Committee shall elect, by a majority of the votes cast, at a duly convened meeting, a City Chair who shall then appoint a Vice Chair, Secretary, Treasurer and Parliamentarian, all of whom shall then be ratified by the full Committee.

- a. The elected Chair and his/her appointed Officers shall be enrolled in the Republican Party and residents of the City of Rome, and have the right to cast a vote as elected members of the committee and may vote proxies assigned to them.
- b. The terms of office for the elected Chair and his/her appointed Officers shall be two (2) years or until the election of their successors.
- c. Any City Chair or Officer and any Chair of a Ward must be a duly elected member of the City Committee.

2. City Chair; Duties

The City Chair shall be the Chief Executive Officer and have general charge of the Republican Committee of Rome and shall perform such duties as shall be necessary to promote the best interests and welfare of the Party in the City, including, but not by way of limitation, the following:

- a. Preside at all meetings of the City Committee and Executive Committee, except as otherwise provided herein.
- b. Recommend candidates to the City Committee for nomination to public office with the advice of the Ward Chairs of the areas where the candidates will run.
- c. Appoint Ward Chairs where there has been a failure of election, or removal or resignation, pursuant to the rules of the City Committee.
- d. Expend funds on behalf of the City Committee.
- e. Appoint standing and special committee chairs.

3. Vice Chair; Duties

In the case of the Chair's absence or disability, the following hierarchy is in effect: Vice Chair, Secretary, then Treasurer. In such absence, the Vice Chair or Interim Chair shall preside at all meetings and shall possess the general powers of the presiding Officer; provided, however, that nothing herein shall be construed as creating a right or line of succession for the office of Chair. In the event of the Chair's permanent absence or disability, the Vice Chair or Interim Chair must, within forty-five (45) days, call a special meeting of the City Committee. The purpose of such special meeting shall be the election of a successor Chair and such other business as the Vice Chair or Interim Chair may deem necessary, including the ratification of Officers of the City Committee where vacancies exist. The Chair so elected at such special meeting shall serve for the balance of the original term of office.

4. Secretary

The Secretary, in addition to such duties and responsibilities imposed by law, shall keep full and accurate accounts of all proceedings of the City Committee meetings and the Executive Committee meetings, which shall, at all reasonable times, be open to the inspection of any Committee member. The Secretary may keep records or notes of the Committee meetings by electronic means and, may, at his/her discretion, disseminate said records or notes by electronic means, including, but not limited to: electronic mail. The Secretary shall file and preserve all written reports of all Officers and committees, and all other records of the City Committee, and from time to time shall distribute the same as instructed by the Committee Chair, which said distribution may be by electronic mail. The Secretary shall also attend to the preparation and distribution of all notices required by the Rules and Regulations, or any resolution of this committee, and shall give to every member five (5) days prior notice by regular first class mail and/or electronic mail of the time and place of each meeting, except as otherwise provided herein. In the event that a Committee person does not have electronic mail or notifies the Secretary that he/she does not want to receive notices by electronic mail, then the Secretary shall send notices to that person by regular, first class mail. The Secretary shall provide the Committee Chair with the name(s) of any Committee person(s) for whom the Secretary sent a notice by electronic mail and for which said notice(s) came back as failed or undeliverable.

5. Treasurer

The Treasurer, in addition to such duties and responsibilities imposed by law, shall have general custody of all funds, evidences of indebtedness and such other personal property of the Party as the Chair may so designate, and shall deposit the same in such bank or trust company as shall be designated by the Chair. The Treasurer shall give and receive receipts and acquittances for monies contributed to the Party and shall pay out of the funds in hand for all bills, payrolls, and other just debts of the Party upon authorization by the Chair. In the absence or unavailability of the Treasurer, such checks may be signed by the Committee's Vice-Chairperson. The Treasurer shall present a written or oral report showing amounts received and paid by him/her since the last preceding report and the balance on hand, and shall submit the annual report, duly compiled, showing the total receipts and disbursements for the year to the City Committee, when requested. In the event an oral report is given by the Treasurer at any meeting, that oral report shall be reduced to a written report containing the information and detail of said oral report, which said written report shall be filed with the Secretary within thirty (30) days of the oral report being given. The Treasurer shall file all required records with the appropriate government agencies and shall file a copy of the semi-annual (January and July) financial reports required to be filed with New York State with the Secretary, which said reports may be inspected by any member of the Committee.

6. Parliamentarian

The Parliamentarian's primary duties are to advise the Chair or, in the absence of the Chair, the Vice-Chair, on questions of or pertaining to parliamentary law and rules of procedure. Additionally, the Parliamentarian may be called upon the Chair (or Vice-Chair) to give guidance, interpretation and/or an opinion regarding the terms and provisions of these by-laws. The Parliamentarian may, from time-to-time, be called upon to draft amendments to these by-laws upon consultation with any by-laws committee established for said purpose, which said amendments shall be voted on by the Committee prior to taking effect. The parliamentarian shall sit in proximity to the Chair during meetings, so as to be able to confer with and provide necessary guidance, interpretations and/or opinions to the Chair. The Chair (or Vice-Chair in Chair's absence) shall be the only person who makes an inquiry to the Parliamentarian and any questions from the Committee or any individual Committee person as to parliamentary procedure or these by-laws which are to be posed to the Parliamentarian shall be done through the Chair.

7. Vacancies

In the event of a vacancy in the office of Vice Chair, Secretary, Parliamentarian or Treasurer, the City Chair shall appoint a person as he/she in his/her discretion shall deem to be qualified to fill said vacancy; provided, however, that any such person so appointed shall be enrolled in the Republican Party and a resident of Rome. Any person appointed by the Chair to fill a vacancy shall serve until the next regular meeting of the City Committee and until a successor is duly ratified by the City Committee.

C. EXECUTIVE COMMITTEE

1. Representation, Duties and Responsibilities

There shall be an Executive Committee of the City Committee not to exceed a total of fifteen (15) members to be appointed by the Chair, all of whom shall be residents of Rome. The following positions will automatically hold a seat on the Executive Committee: Chair, Vice Chair, Secretary, Treasurer, Parliamentarian and all Ward Chairs. The Executive Committee shall serve in an advisory capacity to the Chair and the Officers in order to assist the party by providing insight, advice, counsel and support. The Executive Committee shall not supplant the role of the full City Committee but, instead, shall serve in support of the Committee.

D. STANDING COMMITTEES

1. Committees

The Standing Committees of the City Committee may consist of the following: Law, Fundraising, Marketing, Nominating, Petition/Proxy, Voter Registration, Finance, Public relations and such other committees as may be authorized by the City Chair. The City Chair shall appoint persons to serve on said standing or ad hoc committees, which said appointments shall be ratified by the full City Committee.

2. City Chair Membership

The Chair of the City Committee shall be an ex-officio member of all committees.

ARTICLE II. SELECTION, NOMINATION AND ENDORSEMENT OF CANDIDATES

A. The selection, nomination and endorsement of potential candidates shall be done in the manner provided for herein at Article III, Section 6.

B. Except as provided by law, selection of Republican Candidates for election to office shall be made as follows:

1. **Vacancies.** Pursuant to notice, the City Chair shall convene the members of the City Committee representing the pertinent subdivision. Voting will proceed as outlined in Article III, Section 6 of these By-Laws.

Where a vacancy occurs after a candidate has been designated or a primary election has been held or otherwise, said vacancy shall be filled by the Committee in accordance with Article 6 of the Election Law.

2. **Nominations.** Party nominations to a City-wide office to be voted at a special election, or party nomination of a candidate for a vacancy in a City-wide public office, required to be filled at the next general election, occurring after the seventh day preceding the last day to file designating petitions, shall be voted on by the full City Committee as provided for herein at Article III, Section 6. Any nomination to a ward-specific office to be voted at a special election or party nomination of a candidate for a vacancy in a ward-specific elective office, required to be filled at the next general election, occurring after the seventh day preceding the last day to file designating petitions, shall be voted on by the specific Ward affected by said election or vacancy.

C. All Certificates of Authorization--the so-called "Wilson-Pakula" statement-- for any candidate who is to be nominated for any Federal, State or City office and who is not a party member must be approved exclusively by the City of Rome Committee in accordance with Article III, Section 6 herein. Certificate of Authorization shall be signed and acknowledged by the presiding officer and the secretary of the meeting at which such authorization was voted upon.

ARTICLE III MEETINGS

A. Organizational Meetings

1. The City Committee shall at a minimum meet annually. One meeting must be held within twenty (20) days after the primary election at which the City Committee is elected.
2. The outgoing City Chair, or in his absence, the Vice-Chair, may designate the time and place to organize the election of Officers and to adopt rules and regulations, as well as to conduct such other business as might properly come before the City Committee.
3. The Chair, the Vice Chair or the Secretary of the outgoing City Committee, or, in their absence, a member selected by the Committee, shall act as Secretary until a new Secretary shall be elected.
4. Officers of the outgoing City Committee may be re-elected.

B. Time for Annual Meeting

The City Committee shall meet within twenty (20) days after the State Primary Election.

C. Special Meetings

Special meetings of the City Committee may be called pursuant to notice at any time, and from time to time as the City Chair shall also direct, or upon the request of a majority of the City Committee members, which said notice may be made by regular or electronic mail.

D. Notice of Meetings

A written notice of such meeting shall be either mailed and/or emailed to each member of the City Committee not less than five (5) days before any meeting. Such notice shall be directed to each member at their street address as it appears on the records of the City Committee or at the member's email address designated by him or her for this purpose.

E. Voting

1. Matters Subject to Non-Weighted Voting.

- a. Any internal matter, issue or decision pertaining to or otherwise affecting the internal function and operations of the Committee (hereinafter as "Internal Decisions") shall be done by non-weighted voting, with each committee member having one vote. Internal Decisions include, but are not limited to: election of

officers; organizational meeting decisions and votes; discipline of committee members; removal of committee members; amendment of by-laws; fund-raising activities; etc. Except with regard to amendment of by-laws, a simple majority of a properly constituted quorum shall be sufficient for any Internal Decision to be approved. Internal Decisions expressly exclude and do not include matters set forth herein at Section 2 of this section. Nothing herein shall be construed so as to prohibit a motion to require that an Internal Decision be done by weighted vote, which said motion shall be properly seconded and passed upon a simple majority of a properly constituted quorum. An Internal Decision done by weighted vote in one instance shall not be deemed a weighted for a subsequent meeting unless a proper motion is made.

- b. For Internal Decisions, there shall be present in person or represented by proxy, at least a majority of the members of the Committee in order to constitute a quorum. Less than a quorum may adjourn the meeting.
- c. In calculating the members represented and votes necessary to determine a quorum, for Internal Decisions, members represented and voting by proxy as provided in Article IV shall be counted and considered as present.
- d. For purposes of matters subject to a Non-Weighted Vote, the Chair shall not cast a vote except in the case of tie on any particular matter subject to the Non-Weighted Voting.

2. Matters Subject to Weighted Voting.

- a. Any vote pertaining to the following electoral decisions (hereinafter as "Electoral Vote") shall be done by weighted voting and done by secret/anonymous balloting: endorsement of candidates; nominating candidates to fill vacancies in office; and nominating candidates to run in a special election(s). The giving of or consent to candidacies to non-members of the party (i.e., Wilson-Pakula Statement) shall be done by weighted, non-secret balloting (roll call or voice vote). In conducting the vote pertaining to Electoral Decisions, the use of proxy votes is strictly prohibited.
- b. In calculating each City Committee member's weighted vote for a Electoral Vote, each City Committee member, elected or appointed to represent the various election districts in the City, shall be entitled to cast a number of votes equal to the number of votes cast for the party candidate for governor on the line or column of the Republican Party at the last preceding gubernatorial election in the election district which he/she represents. A person must be a Committee person in the election district at least ten (10) days prior to a scheduled meeting in order to be eligible to vote.

- c. Notwithstanding anything herein to the contrary, in the event that, subsequent to the last gubernatorial election, any election district within the City has been established, realigned, reconstituted, modified or enlarged, and there exists a question or dispute as to the number of votes the Committee member representing such an election district are entitled to cast, the City Chair shall determine the number of votes the Committee member from said election district shall be entitled to cast and such determination shall be final and binding. If due to redistricting the weighted vote for any Committee member in any election district is calculated based on anything other than the number of votes cast for the party for Governor on the line or column of the Republican party at the last preceding gubernatorial election, then the weighted votes for all City Committee members in every election district shall be calculated in the same manner.
- d. For purposes of matters subject to a Weighted Vote, the Chair shall cast a vote.

3. Amendments to By-Laws.

In the event that an amendment is proposed to the Committee's By-laws and regardless of what may constitute a quorum for a particular meeting, a super- majority (42 members) of the Total Committee membership shall be required in order for an amendment(s) to be approved.

4. Nominations; Endorsements; and Selection of Candidates

- a. Candidates seeking to be: nominated by the Rome Republican Committee to a fill a vacant position or to be a candidate in a special election; endorsed by the Rome Republican Committee; or a non-party member seeking to be named a candidate shall adhere to the procedure set forth below.
- b. All candidates seeking a nomination (as set forth above), endorsement or candidacy must submit a letter to the City Chair, or his/her designee, for the desired position at least three (3) days prior to the meeting scheduled for consideration of such matters, expressing his/her interest in appearing before the full Committee.
- c. In the event the candidate seeking a nomination, endorsement or candidacy is a party member, that person shall be given the opportunity to appear before the full Committee without the need for formal motion of any member of the Committee. However, in the event the candidate seeking a nomination, endorsement or candidacy is not a party member, that person may not appear or be heard by the Committee unless and until a motion is made and seconded by members of the Committee allowing that non-party person to appear before the Committee for such purposes.

- d. Each party candidate and non-party candidate (upon a proper motion) shall be given the opportunity to individually appear before the full Committee while other candidates seeking the same office are excused. Candidates may have the floor for no longer than ten (10) minutes, exclusive of any question and answer session. The Chair may allow a letter from a candidate to be read by the Secretary of the Committee.
- e. Upon the vote being taken, if one candidate receives more than 50% of the weighted votes cast in accordance with Article III (E)(2), by those members present and voting, he/she shall receive the Committee's approval for the particular nomination, endorsement or candidacy. If no candidate receives more than 50% of the weighted votes cast by those members present and voting, then a second ballot shall be taken during which the candidate receiving the least amount of weighted votes cast by those members present and voting shall be ineligible for consideration. The balloting shall continue until one candidate receives more than 50% of the weighted votes cast by those members present and voting.
- f. In the event of a tie vote in any balloting subject to a weighted vote, the Chair shall not vote to resolve the tie.
- g. Candidates requiring endorsement by the full Committee shall be: the City Mayor; City President of the Common Council; City Clerk; all City Court Judge candidates and all county, state and federal offices for which an endorsement from the City Committee is sought.
- g. This procedure pertaining to Electoral Votes set forth in Article III(E)(2)(a) of the Committee cannot be changed, altered or amended, either by agreement or vote. Notwithstanding the foregoing, in the event that only one (1) party candidate seeks the nomination or endorsement from the Committee for a particular office, the Committee may, but need not, vote to endorse or nominate the party candidate without use of weighted, anonymous vote. The decision to use weighted or non-weighted vote in the context of a single party candidate for endorsement or nomination, may be voted on and approved in accordance with Article III(E)(1) of these by-laws.

ARTICLE IV. PROXIES

A. Use of Proxy

Subject to the restrictions on the use of proxies set forth in Article III, if any member of the City Committee is unable to be present at a meeting of the Committee, he/she may designate another member of the City Committee as a substitute to represent him/her at such meeting only.

B. Proxy Requirements

A Committee member making the designation, must make it by a written proxy, signed by the Committee member making the designation and have it properly witnessed. Only the person who the Committee member designates may vote the proxy.

C. Proper Filing of Proxy

No such proxy shall be effective unless filed with the Proxy Committee no later than one-half (1/2) hour prior to the official Call to Order of the scheduled election. The use of facsimiled or scanned (i.e., PDF or similar format) sent via electronic mail to the Chair or Secretary or their designee shall be considered proper filing, as long as said proxy is received not less than 1/2 hour prior to the official Call to Order for the particular election.

D. Withdrawal or Cancellation of Proxy

Proxies may be withdrawn or cancelled by the timely execution and delivery to the Proxy Committee of a superseding proxy or by the personal attendance at the meeting for which the proxy was given by the Committee member.

ARTICLE V. MISCELLANEOUS

A Procedure

Except as herein set forth or provided by then applicable law, the Roberts Rule of Order shall govern the procedure to be followed at all meetings of the City Committee, and such other committee meetings as shall be convened.

B. Quorum

Except as provided for herein as Article III with regard to specific types of votes, at all meetings of members, there shall be present in person or represented by proxy at least a majority of the members of the Committee in order to constitute a quorum. The Officers of the Committee shall be considered as members of the Committee. Less than a quorum may adjourn the meeting. Once a quorum has been established, the same cannot be lost by individual members, or the quantitative votes they represent, leaving the meeting.

In calculating the members represented and votes necessary to determine a quorum, the restrictions on the use of proxies set forth herein at Article III for Electoral Votes shall be considered and control.

C. Election Law

The Election Law of the State of New York is hereby incorporated by reference herein.

D. Interpretation

Except as otherwise provided by law, the interpretation of these rules shall be made by the City Chair, with the advice and consultation of the Executive Committee, and his/her decision made in good faith shall be binding upon members of the City Committee or any third party.

E. Amendments

These rules may be amended, or new rules adopted from time-to-time, by a super-majority vote of the full City Committee (super-majority = 2/3 of Total Members) where there is a quorum, provided a copy of the proposed amendment and copy of the old language/provision being changed, which shall be sent with the notice of the meeting at which such amendment is to be proposed. Said notice shall be mailed not less than five (5) days before such meeting to the post office address of each member of the City Committee. Any proposed amendment to these by-laws shall be tabled for at least one (1) meeting after being initially placed on the Committee's agenda. Before any vote on amendments to these by-laws may be had, the by-laws amendment shall remain tabled for not less than ten (10) calendar days after being initially tabled.

G. Application of By-Laws

These bylaws govern the Rome Republican Committee and the individual Ward committees thereof. A copy of these by-laws, as amended from time-to-time, shall be placed on file with the Chair of the Oneida County Republican Committee.

H. Effective

Date

These rules and any amendments hereto shall take effect immediately upon their adoption.