

Bylaws of the Fort Bend County Republican Party

Article 1 — Organization

The name of this organization shall be “The Fort Bend County Republican Party” and referred to in these Bylaws as the “Party”. The Party has been organized pursuant to the Texas Election Code (TEC) and shall be governed by the Executive Committee (EC) of the Party in accordance with the TEC, the Rules of the Republican Party of Texas (RPT), these Bylaws, and Robert’s Rules of Order (RROO), Newly Revised.

The purposes of the Party shall be to perform the duties assigned to it in the Texas Election Code; to support, assist, and elect Republican candidates to public office; and to establish, develop, and implement programs to educate the residents of Fort Bend County on positions and values consistent with the State and/or National Republican Party Platforms.

Article 2 — Governance

Section 2.1 — Executive Committee

The Executive Committee (EC), as the sole governing body of the Party, shall exercise and fulfill those duties conferred upon it by the TEC, the Rules of the RPT, and these Bylaws. The EC shall be comprised of the County Chairman and duly elected and appointed Precinct Chairmen. A member of the EC who has failed to perform statutory duties provided in the TEC or failed to attend four (4) consecutive meetings without good cause may trigger “abandonment of office” protocols outlined in TEC Section 171.029 or may be asked to submit a letter of resignation. The EC may engage a certified public accounting firm to conduct a review or audit of the Party’s financial statements for the prior fiscal year.

Section 2.2 — Meetings

Meeting of the EC shall be held in accordance with the requirements of the TEC, the Rules of the RPT, and these Bylaws.

Section 2.2.1 — Organizational Meeting

In each even-numbered year, one of the regular meetings shall be an organizational meeting to be held within forty-five (45) days of the date the EC takes office. The County Chairman shall be responsible for calling the meeting, however, if the County Chairman does not call the meeting, then one-fourth (1/4) of the Precinct Chairmen may, by written demand, call an organizational

meeting. The agenda of the organizational meeting shall include, but not be limited to, the swearing in of the newly elected EC members, the adoption of Bylaws, and the appointment of officers and committee chairs. Fourteen (14) days written notice, mailed or emailed, of the organizational meeting of the EC shall be provided by the County Chairman to the other members of the EC.

Section 2.2.2 — Regular Meetings

There shall be a meeting of the EC at least once per calendar quarter.

Regular meetings shall be called by the County Chairman with a minimum of seven (7) days' written notice, mailed or emailed, to each EC member. Emergency meetings may be called by the County Chairman with a minimum of three (3) days' written notice to each EC member. All EC meeting notices shall come from the County Chairman or the Secretary and shall include the date, time, and place of the meeting, the agenda, and the specific items to be considered or voted on by the EC. Special meetings of the EC may be called by at least ten members of the EC. At the discretion of the County Chairman, the EC shall be permitted to meet in executive session.

Section 2.2.3 — Quorum

A quorum for any EC meeting, other than a statutory meeting as required by the TEC, shall be one fourth (1/4) of the EC members. A quorum for any statutory meeting of the EC shall consist of those members present.

Section 2.2.4 — Conduct of Business

The vote of a majority of the members of the EC present and voting at a meeting, at which a quorum has been established, shall decide any question or issue to be resolved by the EC, unless the affirmative vote of a greater percentage of the members of the EC is required by the TEC, the Rules of the RPT, these Bylaws, or RROO, Newly Revised. At the request of two members of the EC, any item of business shall be added to the agenda for the next meeting of the EC for consideration, debate, and/or action. The Chairman shall be permitted to alter the agenda at the EC meetings with explanation, but in the case of items removed from the agenda, shall include and address it on the subsequent EC meeting agenda.

Unless a member of the EC obtains the consent of the EC, a member of the EC may address the EC no more than twice on any single item of business to be considered and for no more than three minutes on each such occasion. Unless otherwise provided by the U.S. or Texas Constitutions, U.S. or Texas statutes, the Rules of the RPT, or these Bylaws, the current edition of RROO, Newly Revised, shall be the parliamentary authority governing the meetings of the EC.

Section 2.3 — Vacancies

In the event of any Precinct Chairman vacancy, the EC, in a manner prescribed by the County Chairman, shall vet and submit for approval prospective Precinct Chairman applicants who are

registered voters and who (1) reside in the Precinct which contains a vacancy, and who (2) voted in the most recent Republican Party primary election or signed the oath of affiliation as a Republican to serve as the Precinct Chairman of the precinct in question. Written notification of the proposed actions to fill Precinct Chairmen vacancies shall be included in the notice for the meeting at which that action will be considered.

Article 3 — Officers

Officers of the EC shall be the County Chairman, First Vice Chairman, Second Vice Chairman, Secretary, Treasurer, Parliamentarian, and General Counsel. The County Chairman shall appoint the Vice Chairmen, Secretary, Treasurer, Parliamentarian, and General Counsel with the approval of the EC at the organizational meeting, and in no case shall the office of First Vice Chairman, Second Vice Chairman, Secretary, Treasurer, Parliamentarian, or Legal Counsel be vacant more than sixty (60) days. All Vice Chairmen and the Secretary must be EC members.

The term of office of the officers shall be concurrent with that of the EC, except in the event of a vacancy in the office of County Chairman, where then the appointed officers shall serve only until election of the new County Chairman. Terms of office of appointed officers, however, shall be at the pleasure of the Chairman who appointed them.

Section 3.1 — County Chairman

The County Chairman is the EC's presiding officer, shall set the agenda for EC meetings, and is the EC's official representative and spokesman. He/She shall perform those duties required by statute and by these Bylaws and by the Rules of the Republican Party of Texas. He/She shall be an ex officio member of all committees. He/She shall appoint such additional Officers, Committee Chairmen, and Precinct Captains as is deemed necessary to assist in the execution of duties not specifically assigned to another officer with the approval of the EC.

Subject to the requirements of the TEC, a vacancy in the position of County Chairman shall be filled by the EC at a meeting called for that purpose within thirty (30) days of the effective date of the County Chairman's resignation, disability, death, or removal.

Section 3.2 — County Vice Chairmen

The First Vice Chairman shall preside at all meetings of the EC during the Chairman's absence or during deliberations and voting on any matter in which the Chairman yields the gavel. In the event of a vacancy in the office of the Chairman, the First Vice Chairman shall serve as the acting Chairman until a new Chairman is elected by the EC.

The Second Vice Chairman shall preside at all meetings of the EC during the Chairman's absence or during deliberations and voting on any matter in which the Chairman yields the gavel in the absence of the First Vice Chairman. In the event of a vacancy in the office of the Chairman and the First Vice Chairman, the Second Vice Chairman shall serve as acting Chairman until a new Chairman is elected by the EC.

The County Vice Chairmen shall assist the County Chairman in the non-statutory duties of the Party including committee participation and coordination.

Section 3.3 — Secretary

The Secretary shall carry out the usual duties of that office (e.g. record actions taken at previous EC meeting(s), keep all meeting minutes etc.), keep an up-to-date roll of the EC's membership, and ensure that each member receives timely notices of the meetings. A permanent file containing minutes of the EC meetings shall be maintained. In the event of a vacancy in the office of County Chairman, the Secretary shall call a meeting of the Executive Committee for the purpose of electing a new Chairman as outlined in the TEC. The Secretary is authorized to receive applications for a place on the Primary Ballot, as provided in the TEC. The Secretary shall notify Officers, Committee Chairmen, and Precinct Chairmen of the duties and responsibilities of office as outlined in these Bylaws.

Section 3.4 — Treasurer

The Treasurer shall be responsible for keeping systematic records and for complying with any applicable state and federal statutes with regard to reporting of all contributions and expenditures. The Treasurer shall, at least quarterly, prepare a report of financial condition of all Party accounts and bank statements for presentation to the EC and will file such report in the minutes of the EC meeting.

Section 3.5 — Parliamentarian

The Parliamentarian shall advise the County Chairman on procedural issues, rule on procedural questions that arise during the course of EC meetings, and make recommendations regarding amendments to the Bylaws. If a special committee is created to recommend changes to the Bylaws, the Parliamentarian shall serve as a member of the special committee.

Section 3.6 — General Counsel

The General Counsel shall provide legal advice, upon request, to the EC in regard to its responsibilities and duties under the Bylaws, the Rules of the Republican Party of Texas, the TEC, and any other applicable law or regulation. The General Counsel shall also be responsible for other matters formally assigned by the EC. The General Counsel's client shall be the Party and not any individual member of the EC.

Article 4 — Committees

The County Chairman may create committees and appoint committee chairmen as is deemed necessary to assist in carrying carry out policies of the Party with approval from the EC. The terms of office of the committee chairmen shall be concurrent with that of the EC, except in the event of a vacancy in the office of County Chairman, where then the committee chairmen shall

serve only until election of the new County Chairman. Terms of office of committee chairmen shall be at the pleasure of the County Chairman who appointed them.

The Party shall maintain standing committees consisting of: Finance, Communications, Engagement, Election Integrity, Vacancy, Volunteer Coordination, Political, Coalitions, and Local Government. All shall be governed by the EC. The chairmen of the Finance and Vacancy Committees shall be members of the EC.

The chairman of each standing or other committee shall submit a report to the EC at each EC meeting. Such committee reports may be submitted by e-mail to the EC. Notice of meetings of a committee shall be sent to all committee members. All money collected by any committee must be documented, all cash turned in, and any expenditures must be documented with receipts.

4.1 — Finance Committee

The Finance Committee shall be responsible for reviewing and overseeing the Party's finances and assisting the County Chairman and Treasurer in developing a budget for the next fiscal year. The Treasurer shall serve as a member of the Finance Committee. The Finance Committee may recommend a formal audit or review be conducted of all of the Party's financial accounts.

4.2 — Communications Committee

The Communications Committee shall develop and implement a communications program, including, but not limited to, the Party newsletter and website. The Communications Committee shall be responsible for ensuring that all facets of the communications program shall be available on a uniform basis to all Republican elected officeholders, all candidates seeking the Republican Party's nomination for office in a primary election, run-off, or special election, as well as all members of the Party. The Communications Committee shall not accept a political advertisement that is not fully paid for in advance or that does not comply with all applicable statutory and regulatory requirements.

4.3 — Engagement

The Engagement Committee will work to develop and implement programs and events designed to increase Republican voter turnout, grow the Republican base, and promote fellowship among current Republicans. This committee is tasked with identifying and engaging nontraditional Republican groups with the goal of building and improving Party relationships within these groups.

4.4 — Election Integrity

The Election Integrity Committee will develop a comprehensive system for analyzing and addressing voting patterns and issues in Fort Bend County. This will include maintenance of voter rolls; exploring patterns with mail-in ballots; and proposing other actions that would increase election security. The committee will work with local Republican organizations to

ensure polling places have a fair and equitable representation of Republicans in those polling locations.

4.5 — Vacancy

The Vacancy Committee shall be responsible for reviewing and recommending prospective Republicans to serve in vacant precincts. This committee will report back to the EC for approval of new members to the EC.

4.6 — Volunteer Coordination

The Volunteer Coordination Committee will work to identify, place, and train volunteers to perform the tasks required to support Party. Emphasis will be placed on matching volunteers with activities according to their skill sets, their passions, and their available time. The committee will work to build and support a high performance team that is engaged and effective.

4.7 — Political

The Political Committee will work to develop and implement programs and strategy designed to increase Republican voter turnout and grow the Republican base. This committee is tasked with supporting the grassroots organizational infrastructure of the Party, short term and long term strategic political goals, and strategic planning of election campaign activities.

4.8 — Coalitions Committee

The Coalitions Committee will work to unify the various Republican and Conservative groups/clubs in Fort Bend County. Areas of focus shall include establishing a working relationship with a specified contact from each organization; clarifying and communicating our conservative Party message to each group, so we are all in synch as we separately work to grow the Party; and sharing best practices among the groups.

4.9 — Local Government

The Local Government Committee will serve as the focal point for local government oversight. This will include attending and speaking at local governments meetings, identifying and investigating possible breeches of policy, laws and/or trust in local political issues, communicating to the broader community, and collaborating with and/or developing partnerships with local organizations to these ends.

Article 5 — General Provisions

Section 5.1 — Fiscal Year

The fiscal year of the Party shall begin on July 1st of year.

Section 5.2 — Authorized Expenditures and Contractual Obligations

The County Chairman and the Treasurer shall have signature authority on bank accounts of the Party. The County Chairman is authorized to fulfill contractual expenditures. The County Chairman has the authority to spend up to \$5,000 in the time period extending from the organizational meeting until the budget is presented and approved by the EC.

Section 5.3 — Inspection of the Party's Books and Records

The books and records of the Party shall be open to inspection or examination by any member of the EC during normal business hours. A request to inspect the books and records of the Party shall be submitted in writing to the County Chairman, specifying the particular books and records to be inspected. The books and records identified in the request shall be made available within ten business days of the County Chairman's receipt of the request.

Section 5.4 — Final Authority

The EC shall be the final authority on all public issues and shall, by majority vote, determine which local or state candidates, if any, are to be endorsed by the Party. No member of the EC, an officer of the Party, or a member of a Standing Committee may act, by verbal or written communication, to express a position on a public issue or endorse or oppose a candidate for elective or appointive office in a communication to the public using the Party's name, letterhead, logo, funds, or other resources without explicit authorization by a majority vote of the EC at a meeting called for that purpose. A member of the Executive Committee, an officer of the Party, or a member of a Standing Committee may indicate his or her position with the Party in a letter to the editor, personal endorsement of a candidate, or other communication to the public on a public issue or election contest, provided that such communication clearly states that the communication does not represent the position of the Party. Unless authorized by the EC at a meeting called for that purpose, the Party shall not endorse or oppose any candidate in a contested Republican Party primary election or runoff election.

Section 5.5 — Political Endorsements

No political advertisement or endorsement from any unaffiliated political action committee with a name associated with or similar to the name, image, or identity of the Republican Party may be accepted for inclusion in any publication or website authorized by the Party or using the Party's name, letterhead, logo, funds, or other resource.

Any political advertisement paid for with Party funds, and including the Party logo, must include the Party Chairman's name and email. The County Chairman and Communications Committee Chairman must approve all materials prior to printing.

Acceptance of advertisements for any candidates should not be construed as a preference for one candidate by the Party. The Party does not endorse candidates in contested primary elections, runoff, or special elections. The County Chairman shall not endorse Republican candidates in contested elections for public office.

Section 5.6 — The Senate District EC Meeting

The Fort Bend County Precinct Chairs residing within each Senate District shall constitute a Senate District executive committee within Fort Bend County and each shall caucus at a meeting called by the County Chairman to elect a Senate District Chair who shall be the District Executive Committee Chair from the county specified by the TEC Sec. 171.053-054. The District Executive committee chair shall be the temporary caucus chair for that Senate District Convention, if able to serve, otherwise, the Senate District Executive Committee shall appoint the temporary caucus chair. In Senate Districts where Fort Bend is not the majority membership, the Senatorial District Chair for those districts shall act as a representative to the majority Senatorial District Executive Committee to protect and enable the Fort Bend resident's participation with the majority executive committee.

Article 6 — Amendment of Bylaws

These Bylaws shall be approved by the affirmative vote of a majority of the members of the EC at its organizational meeting.

Amendments to the Bylaws shall be put forward by a Bylaws Committee comprised of three (3) or more EC members. All members of the Bylaws Committee must be voting members of the EC.

These Bylaws may be amended at any following meeting of the Executive Committee, duly called and constituted, by two thirds (2/3) vote of those members present and voting, provided that the amendment has been proposed in writing at the previous regular meeting, or notice of proposed amendment is included in the call to the meeting at which it will be presented.

Article 7 — Severability

In the event that any provision of these Bylaws is held by a court of competent jurisdiction to violate or to be inconsistent with a provision of the Texas Election Code or the Rules of the Republican Party of the State of Texas, the particular provision of these Bylaws shall be deemed to be without force or effect and the remaining provisions of these Bylaws shall not be affected thereby.