

The Republican Committee of the Village of Hastings-on-Hudson (the Committee) in the County of Westchester does hereby adopt these rules and regulations for the organization and government of the Republican Party in the Village of Hastings-on-Hudson pursuant to the authority granted under Article III, Section 1 of the Rules and Regulations of the Westchester Republican County Committee, as amended.

Article I: Purpose

The purpose of this Committee is to develop an active, intelligent, aggressive and effective political organization within the Village of Hastings-on-Hudson to support and secure the election of all duly nominated Republican candidates; to support the principles, objectives and platforms of the Westchester County and National Republican Party.

Article II: Members

The unit of representation shall be the election districts in the incorporated Village of Hastings-on-Hudson. District Leaders (the Members) will be chosen from the election districts subject to the following conditions:

1. Each election district shall have no more than two Members.
2. Each Member shall be an enrolled voter of the Republican Party within the Village of Hastings-on-Hudson.
3. At-Large Members shall be appointed by the committee in the same manner as set forth by these by-laws for the filling of vacancies. An At Large Member may perform all of the responsibilities of a Member except that an At-Large Member shall have no vote on the Committee. At-Large Members are expected to assist the Members with their work in the election district as an apprenticeship to qualify to serve as Members at a future date.
4. Two Members of the Committee shall be elected from each election district in the Village of Hastings-on-Hudson at the primary election in each odd numbered year. The Members elected from each election district within the Village of Hastings-on-Hudson constitute the representation in the County Committee.

Article III – Organizational Meeting:

The Committee shall, within 11 days after the September primary election in each odd numbered year, meet and organize by the election of officers and for the transaction of such other business as may properly come before the meeting. Such meeting shall be held at such place and at such hour as shall be set forth in the notice of meeting which shall be called by the Secretary of the outgoing committee.

At the meeting of the Committee for organization purposes as provided in this section, the Chairperson of the outgoing Committee shall preside until the Chairperson of the new Committee is elected.

The following shall be the order of business at the organizational meeting:

- i. Call of roll
- ii. Adoption of rules
- iii. Filling of vacancies
- iv. Election of officers
- v. New business
- vi. Treasurer's Report
- vii. Adjournment

Notice of the time and place of the organization meeting shall be served by mailing or by electronic means a notice of the meeting to each Member not less than five days before such meeting. Such notice shall be directed to the address of each Member as it appears on the records of the Committee.

Article IV – Officers of the Committee

The officers of the Committee shall be a Chairperson, Vice-Chairperson, Secretary, Treasurer and other officers as determined by the committee.

a. Officers and Members elected or appointed pursuant to these rules shall hold offices for two years and until successors are duly chosen, unless otherwise provided by these rules or by law.

Article V – Duties of Officers

Chairperson:

The duties of the Chairperson shall be those provided by law and also such other duties not prohibited by law as may be required by action of the Executive Committee, County Committee and General Membership, including but not limited to the following:

The Chairperson shall preside at all meetings of the Executive Committee, General Membership and shall be an ex-officio member of all standing committees. The Chairperson shall appoint the Chairperson of all committees.

Committee chairs shall appoint their Members, subject to an approval of the Chairperson. The Chairperson shall be responsible for directing the day-to-day affairs of the organization; shall coordinate the activities of the Republican Party organization within the Village of Hastings-on-Hudson. The Chairperson shall submit reports to the Executive Committee, County Committee and General Membership, shall keep the Committees informed of Republican Party programs and activities and may assign to other officers and committees such duties as may be necessary.

The Chairperson shall be the official spokesperson and shall approve all media relations. The Chairperson shall call and preside over all General Membership and Executive Committee meetings.

Vice-Chairperson:

The Vice-Chairperson shall preside at meetings of the Executive Committee and General Membership in the absence of, or at the request of the Chairperson and shall perform such other duties as directed by

the Chairperson and/or the Executive Committee, County Committee and/or General Membership. In the event the Chairperson is unable to act, the powers and duties of the Chairperson shall be assumed by the Vice-Chairperson until such inability is removed or until the Chairperson shall again take up the duties of the office.

Secretary:

The Secretary shall perform all the duties normally incident to the office of Secretary and in particular shall keep a permanent record of the minutes and attendance at all meetings of the Executive Committee, and General Membership, shall make these records available for inspection and copying by any member of the Committee who requests the minutes of all meetings and shall see that all notices are duly given as required by law and by these bylaws. The Secretary shall arrange for the places of meetings of the committee. The Secretary shall be responsible for the preparation and filing of all reports required by law, except those which have to do with financial matters, or which are required by law to be filed by some other officer. The Secretary shall also prepare and mail all notices and statements required by law or these rules to be forwarded to other party organizations, in the county, state or nation.

Treasurer:

The Treasurer shall be the chief financial officer of the committee. The Treasurer shall be chairperson of the committee on finance provided such committee is established. The Treasurer shall have the care and custody of all monies paid to the party and shall deposit the same in the name of the Republican Committee of Hastings-on-Hudson in a bank designated by the Executive Committee and shall pay all bills. The Treasurer shall be responsible for the proper and timely filing of all financial reports required by law. The Treasurer shall keep an account, in permanent records, of all financial transactions of the Hastings-on-Hudson Republican Committee. A statement of financial conditions (revenues, expenditures, outstanding obligations and cash balances) will be made at each regular meeting of the Executive Committee. Upon reasonable request, all records shall be open to inspection. At the close of each calendar year, the Treasurer with the assistance of an internal Auditing Committee shall prepare an annual, accurate statement as of December 31st of each year setting forth the financial condition of the Committee. The Treasurer shall forward this report to the officers by the first day of February for the year following and shall present a copy of the report to the Executive Committee at its next regular meeting. Upon leaving office, the Treasurer shall furnish to his/her successor all funds, accounts and other property pertaining to the affairs of the Treasurer.

Article VI – Committees

Executive Committee:

The Chairperson may appoint an Executive Committee composed of the Chairperson, Vice-Chairperson, Secretary and Treasurer of the committee and three Members from any of the election districts in the Village of Hastings-on-Hudson. Each of the aforementioned officers and Members shall have an equal vote in said committee. If there shall be a vacancy in respect to any member of the Executive Committee

originally appointed to by the Chairperson, the Chairperson shall have the power to fill such vacancy subject to the foregoing requirements for Membership on the Executive Committee. The Executive Committee shall meet at the call of its Chairperson.

Advisory Committee:

The Chairperson may also appoint one or more advisory committees, the Members of which need not be Members of the Committee, but each of whom must be a registered Republican and a resident of the Village of Hastings-on-Hudson. The committee shall include, where possible, at least one Republican elected official and or an immediate past Republican elected official in an ex-officio capacity.

Other Committees:

The Chairperson within 20 days after taking office may also appoint the following standing committees:

- i. Finance committee
- ii. Campaign committee
- iii. By-laws committee
- iv. Media relations committee

The Chairperson may also appoint special committees from time to time as may be deemed necessary for the proper conduct of the party. The Members of this committee need not be Members of the Committee but must be enrolled Republicans and residents of the Village of Hastings-on-Hudson.

Article VII – Meetings

The rules contained in Robert's Rules of Order, (revised), shall govern all meetings of the executive and general meetings and all committees and sub-committees appointed by these bodies, which are not inconsistent with these by-laws, unless otherwise approved by any of these bodies prior to or during the conduct of these meetings.

Meetings of the Committee (other than the organizational meeting) shall be held on the third Tuesday of every month at 8:00 P.M. in a meeting place to be announced. Upon written petition of the Members constituting twenty-five percent of the total Membership, filed jointly or separately in the office of the Chairperson, for a meeting of the Committee, it shall be the duty of the Chairperson within 10 days after receipt of said petition to issue a call for a meeting of the Committee to be held no later than 20 days or earlier than 10 days after the call. In the event that the Chairperson fails to call such meeting within 10 days after the filing of such petition, the same shall be called by the Vice-Chairperson or the Secretary.

A special meeting of the Committee may be called by the Chairperson or the Executive Committee.

General Meetings

Notice of Meeting:

Notice of the time and place of every meeting (other than the organizational meeting), shall be served by mailing or electronic means a notice to each Member not less than five days before such meeting, and a notice of an adjourned meeting must be mailed or sent by electronic means to each Member at least two days prior thereto. Such notices shall be directed to the address of each Member as it appears on the records of the Committee. When the exigency of the election law requires, two days notice by mail or not less than twenty-four hours notice by telephone or electronic means may be given before a meeting. Notice of meetings of the Executive, Advisory and all standing and other committees must be given by mail at least two days before the meeting, or by telephone, or electronic means with a received acknowledgement, not less than twenty-four hours before the meeting.

Order of Business:

The following shall be the order of business at all General Membership Meetings of the Committee:

- i. Call to order
- ii. Pledge of Allegiance
- iii. Call of Roll
- iv. Treasurer's Report
- v. Chairperson's Report
- vi. Reports of committees
- vii. Unfinished business
- viii. New business
- ix. Adjournment

Quorum:

At all meetings of the Membership there shall be present in person or represented by proxy, at least a majority of the Members in order to constitute a quorum, and for the purpose of determining whether a quorum is present, the officers of the Committee shall be considered as Members of the Committee. If a quorum is not present, a lesser number may adjourn the meeting to a later date.

Proxies:

Voting by proxy at any meeting of Members shall be valid. Proxies shall be in writing and revocable at the pleasure of the Member who executed it. A vote cannot be cast by proxy unless the original of said proxy is filed with the Secretary not less than forty-eight hours prior to the meeting and is duly executed and acknowledged before an officer authorized to take acknowledgements of deeds to be recorded. Such proxy may provide that it shall be valid for all meetings held during a member's term. Members may not vote by proxy at meetings of the Executive, Standing or Special committee.

Vacancy:

Any vacancy occurring among the officers may be filled by appointment of the Chairperson, with such appointment(s) to continue in an acting basis until the next General Meeting of the Committee, at which time the Committee shall fill the vacancy by election.

Article VIII –Removal

A Member may be removed or censured by a two-thirds majority vote of the Members present at a meeting called for such removal.

A Member or officer may be removed by such committee for disloyalty to the party or corruption in office, after notice and a hearing upon written charges to be heard by the executive committee. The Executive Committee may hear such charges or it may appoint a subcommittee to hear them, in which case the subcommittee shall report its findings to the executive committee, and if the executive committee deems that the charges have been sustained, it shall report its findings to the whole committee which shall act thereon. An appointive Member of the Executive Committee, Advisory Committee or any of the standing or special committees may be removed as a Member of such committee by the Executive Committee for like reasons after similar notice and opportunity for hearing.

Within seven days after the making of such a motion for discipline, the Secretary of the Committee shall send a certified letter, return receipt, to the Member who is the subject of the motion for discipline (hereinafter the "Cited Member"), notifying the Cited Member that at the next meeting of the Committee a motion will be taken up concerning the Cited Member's discipline. The notice will simultaneously be sent by ordinary first class mail, and if the addressee refuses to claim or accept delivery of the registered mail letter and if the ordinary mailing is not returned, the simultaneous mailing shall constitute effective service of notice.

If the Cited Member does not respond to the notice to attend the meeting to defend them, and did not contact the Chairperson regarding the intended absence, a guilty as charged plea will be inferred and the Cited Member will be removed from the Committee. A Certified letter shall be sent to the Cited Members address of record advising them of the outcome.

Contents of the Notice.

The letter shall:

- 1) Advise the Cited Member that at the meeting the Cited Member will be given an opportunity to challenge the allegation, and
- 2) Inform the Cited Member of the date, time and location of the meeting.

Notice and Opportunity to be heard.

At the meeting, the Committee shall go into Executive Session and the Cited Member, if present, shall be given opportunity to admit, deny and/or explain the charges lodged against her/him. A vote shall be taken on the motion to remove or censure the Cited Member from the Committee Membership. Voting shall be by secret ballot. The Cited Member shall not be present during such vote and no further discussion shall take place after the Cited member has left the meeting. A guilty verdict shall result in removal censure or no action.

The Cited Member will be notified of the vote immediately with no discussion of the ballot numeration. Upon the conclusion of the vote and decision, a motion will be made to close the Executive Session.

Article IX – Amendments

These rules may be altered, amended, added to or repealed or new rules may be adopted by the vote of a majority of the Members at any organization meeting, General Meeting or at a special meeting for that purpose, if notice is provided by these rules or By-laws. A record of all amendments to these By-laws shall be made together with a date of the amendment.

Article X – Miscellaneous

In the event that these By-laws are inconsistent with any provision of the Rules and Regulations of the Westchester Republican County Committee, as amended, the Rules and Regulations of the Westchester Republican County Committee, as amended, shall prevail.

Article XI – Acknowledgement

A copy of the Hastings-on-Hudson Republican Committee By-Laws and any future amendments will be provided to each Committee Member, and retained for their compliance and reference. The same shall be provided to the Westchester County Republican Committee.