

# **Passaic County Regular Republican Organization**

576 Valley Rd #296 Wayne, NJ

Chairman: John Traier

Vice-Chairman: Barbara Silvestro-Roca

## **By-Laws**

Passaic County Republican Committee

### **BY-LAWS PREAMBLE**

The following By-Laws were adopted by the members of this organization for its proper government and the regulation of its affairs in order to strengthen the effectiveness of the organization in promoting the election of Republican public officials responsive to the Republican voters of this County.

#### **I. NAME**

The official Passaic County Republican Committee established by Title 19 of the NJ statutes shall be known as the PCRRO. From time to time the name of the official Passaic County Republican Committee established by Title 19 of the NJ statutes may be changed, by a majority vote of the executive committee as defined herein.

#### **II. OBJECT**

The objectives of this Committee shall be to further the cause of the Republican Party in Passaic County, New Jersey, and to maintain, advocate, and promote the principles of the Republican Party through its members and elected representatives as enunciated by the Republican Party of the United States; to resist and oppose political corruption, and to engage the interest and activity of all voters within the County of Passaic in support of the objectives of the Republican Party so that the administration of government shall continuously improve through the medium of the party, for the betterment of all the people; to encourage and support the election of qualified Republican candidates to elective office at all levels of government in accordance with the law; to represent the wishes and interests of the Republican voters of the County of Passaic and to act on behalf of the Republican voters of the County of Passaic where authorized and empowered by the law to do so.

#### **III. STRUCTURE**

##### **COUNTY COMMITTEE**

The County Committee shall consist of two persons, preferably one male and one female, representing each election district in each of the sixteen (16) municipalities comprising the County of Passaic and elected in a Republican Primary Election by the Republican voters of that district or otherwise designated in accordance with the law and these By-Laws to represent that district. In order to qualify to represent an election district as a Republican County Committee person an individual must reside in and be a registered Republican voter in the district represented and conduct themselves in accordance with these By-Laws for the purposes expressed herein. The term of office for members of the County Committee shall be three years, starting with their qualification following the Primary Election of the year 2000 and continuing until the primary election of 2003 and in the same manner thereafter every three years. Any appointee to represent a district must be fully qualified as specified herein to represent that district and shall serve for the remainder of the term to which they are appointed so long as they shall remain qualified.

#### A. EXECUTIVE COMMITTEE

The Executive Committee shall consist of the Chairperson and the Vice-Chairperson duly elected by the County Committee in accordance with these By-Laws; the two (2) State Committee persons duly elected by the Republican voters of the County or otherwise designated in accordance with these By-Laws; the Finance Chair appointed by the County Chair with the advise and consent of the Executive Committee in accordance with these By-Laws; the sixteen Municipal Chairpersons duly designated by each of the sixteen (16) Republican Municipal Committees in accordance with these By-Laws; all Republican elected officials holding County-wide office representing Passaic County; and all Republican elected officials holding State or Federal office who are residents of Passaic County. All members of the Executive Committee are ex officio and are qualified to be members of the Executive Committee only so long as they hold the office designated.

#### B. BOARD OF GOVERNORS

The Board of Governors shall consist of all members of the Executive Committee; all officers of this organization as specified herein; all State and Federal Republican elected officials representing any portion of Passaic County but not residing therein; and all Republican mayors of Passaic County municipalities, whether or not elected by partisan elections. All members of the Board of Governors are ex officio and are qualified to be members of the Board of Governors only so long as they hold the office designated.

#### C. COUNTY CHAIR AND VICE-CHAIR

There shall be a Chairperson, who shall be the Chief Executive Officer of the Organization with such duties and authority as are set for the herein, and a Vice-Chairperson, who shall be of the opposite sex from the Chairperson. The Chairperson and Vice Chairperson shall be elected by a majority vote of the County Committee at a meeting to be held on the first Tuesday following the primary election at which the County Committee is elected to a term of the same duration as the County Committee. The Chair and Vice-Chair must be registered Republican voters who are residents of Passaic County. The election shall be by secret ballot, utilizing a voting machine if practicable, with each County Committee member being entitled to one vote and required to be present at the vote. The requirement for a secret ballot may not be waived or suspended under any circumstance save if there be one candidate only for the office.

#### D. STATE COMMITTEE MEMBERS

There shall be two (2) State Republican Committee members, one of each sex who shall be registered Republican voters residing in Passaic County, representing the organization on that body. They shall be elected by the Republican voters of Passaic County at the same election and in the same manner as the County Committee and for the same term. In the event a vacancy occurs in the office of State Committee member, the position may be filled by appointment of the Executive Committee for the balance of the term.

#### F. OFFICERS

There shall be a Secretary, a Treasurer, a Finance Chair and an Attorney and Assistant Attorney to the Organization who may be appointed by the Chair, for the same term as the Chair and with such powers and duties as are set forth herein, subject to the advice and consent of the Executive Committee.

#### G. DISQUALIFICATION FOR CONVICTION OF CRIME

No person shall be qualified to serve as Municipal Leader or member of the Executive Board who is otherwise unqualified to hold elective office or has been convicted of a crime of the third degree or higher, involving dishonesty or moral turpitude or which constitutes a felony in either the State of New Jersey, Federal jurisdiction or equivalent of same in another jurisdiction. All Municipal Leaders or members of the Executive Board shall execute a certified statement that the individual has not been convicted of a crime of

the third degree or higher, involving dishonesty or moral turpitude or which constitutes a felony in either the State of New Jersey, Federal jurisdiction or equivalent of same in another jurisdiction.

#### IV. OPERATION

The day-to-day operations of the organization shall be managed and directed by the Chair, with the assistance and advice of the officers, in accordance with these By-Laws and the direction and policy set by the Executive Committee and the County Committee, as expressed in Resolutions adopted by a majority of those present at a duly announced meeting. The Chair and the officers shall meet at least monthly with the Executive Committee at a duly announced meeting, in order to report on and discuss all actions taken during the preceding month and receive the advice and input of the Committee. In the event the Executive Committee shall, by a vote of two-thirds (2/3) of its' members, disapprove of an action or decision made by the Chair or any officer, that action or decision shall either be reversed or changed in accordance with the wishes of the Executive Committee or the Chair may, within two weeks, convene a meeting of the Board of Governors. At such meeting the Board of Governors shall hear the matter and either rule, adopting either the position of the Chair or the Executive Committee, or determine to convene a special meeting of the entire County Committee to resolve the matter in dispute. In such event the County Committee will meet to hear debate on the issue and provide direction in the form of a Resolution adopted by a majority of those voting. Such determination will be final and binding.

#### V. CORPORATE INTERESTS

The Organization by and through a majority vote of the Executive Committee, for the purposes of owning and or preserving a slogan(s) and or official designation(s) in accordance with Title 19 of the NJ statutes, shall be permitted to acquire, establish incorporate and or maintain corporate entities and or intellectual properties.

In the event the organization obtains a corporate interest in accordance with Article V of these bylaws, the Chairman, Vice Chair and Treasurer shall be designated as the sole trustees of said corporation(s) and shall hold such positions in those corporations only during the terms of their official party positions in the official Passaic County Republican Committee established by Title 19 or the NJ statutes. Any vacancy however caused in the official party position of Chairman, Vice Chair and or Treasurer in the Passaic County Republican Committee, shall contemporaneously constitute a vacancy in the trusteeship of the any and all such corporate entity(ies) and the successor(s) to such official party position(s) shall also serve as successor(s) trustees to the corporate entity(ies).

#### VI. SLOGAN/SELECTION

It is recognized and acknowledged that candidates for election in a Republican Primary will desire to utilize the name of this organization, "PCRRO", and or the names of any corporate entities owned or controlled by the official Passaic County Republican Committee established by title 19 including but not limited to the "Passaic County Regular Republican Organization, Inc.", "PCRRO Inc." and/or any other name, slogan, identity and or interest associated with this organization as their slogan in accordance with Title 19 of the New Jersey Statutes. It is the intent and determination of this body that the name(s) of this organization, the names of all corporate entities owned and or controlled by this organization and or any other names identified with this corporation are the property of the official Passaic County Republican Committee and may only be utilized in accordance with the procedures specified herein and as may be directed by the organization in accordance therewith. Any candidate desirous of utilizing the slogan "PCRRO", "Passaic County Regular Republican Organization Inc.", and or any other name, slogan, identity and or interest associated with this organization (hereinafter "party slogan") must, as a condition precedent to such

utilization, agree to abide by such procedures and direction.

#### A. MUNICIPAL COMMITTEE CANDIDATES

The determination of which candidates for County/Municipal Committee shall be entitled to utilize the party slogan in a primary election shall be at the sole and unencumbered discretion of the Municipal Leader of the municipality, provided that such candidate shall be otherwise qualified for the office in accordance with the law and these By-Laws. Under no circumstances shall the right of the municipal leader to make such determination as to his/her municipality be constrained and such determination shall be final and binding on this organization.

#### B. STATE COMMITTEE CANDIDATES

The determination of which candidates for State Committee shall be entitled to utilize the party slogan in a primary election shall be at the sole and unencumbered discretion of the County Chair subject to the advice and consent of the Executive Committee, provided that such candidate shall be otherwise qualified for the office in accordance with the law and these By-Laws.

#### C. CANDIDATES FOR MUNICIPAL OFFICE

The determination of which candidates for municipal office shall be entitled to utilize the party slogan in a primary election shall be at the sole and unencumbered discretion of the municipal committee of the municipality in accordance with such procedures as they may deem appropriate. Such determination shall be conveyed and certified to as in accordance with the municipal committee procedures by the municipal leader of such municipality. Under no circumstances shall the right of the municipal committee to make such determination as to their municipality be constrained and such determination shall be final and binding on this organization.

#### D. CANDIDATES FOR COUNTY-WIDE OFFICE

The determination of which candidates for county-wide office shall be entitled to utilize the party slogan in a primary election shall be made by the Executive Committee in accordance with the following procedure:

##### 1. CANDIDATES FORUM

No less than ten (10) and no more than ninety (90) days prior to the date set under New Jersey Law for submission of petitions for candidacies in the Republican Primary Election the Chair shall convene a meeting of the organization for the purpose of screening candidates for election to public office desirous of running in the Republican Primary utilizing the party slogan. All interested candidates will be required to submit a written request addressed to the Chair and containing a resume of biographical and other pertinent information. Each candidate shall be provided with an opportunity to address the meeting under rules to be set by the chair so as to provide equality of opportunity to each and every candidate to make such presentation. Each candidate must be presented, either directly or through a representative, in order to be considered for selection. The Chair shall set reasonable rules and procedures to this end. No determination of selection shall be made or solicited at this meeting and no other business will be conducted except to provide a forum for interested candidates to present themselves to the organization.

##### 2. SELECTION

No less than three (3) days and no more than fourteen (14) days following the Candidate's Forum the Chair shall convene a meeting of the Executive Committee for the sole purpose of selecting which candidate(s) to be authorized and entitled to utilize the party slogan in the next primary election. The Committee shall be limited to those persons announcing and submitting their candidacies at the Candidates Forum and shall determine their selection for each office by majority vote of those present.

##### 3. NOTIFICATION

The Chair shall notify the Candidates, the appropriate election officials and the members of the Organization of the Executive Committee's Determination.

#### E. CANDIDATES FOR STATE AND FEDERAL OFFICE

The determination of which candidates for state and federal office shall be entitled to utilize the party slogan in a primary election shall be made by the Executive Committee in accordance with the same procedure specified above for candidates for countywide office.

#### VII. MEMBERSHIP

All Republican voters in Passaic County and all Republican holders of public office representing the voters of any portion of Passaic County are members of this organization and a part of the Passaic County Republican Party. The County Committee members, elected officials and officers of the organization are privileged to act on behalf of those Republican voters and represent their interests.

#### A. COUNTY COMMITTEE

##### 1. QUALIFICATIONS

A member of the County Committee must be a duly registered Republican voter resident in the election district which he/she represents. No more than two (2) persons shall represent any single election district. While the organization recommends that the two (2) representatives of each district be of opposite sex, that is one male and one female, same shall not be required and both county committee members from a district may be of the same sex if otherwise qualified and properly designated. County Committee shall be elected by the voters of their respective districts in the republican primary of every third year starting in 2000 for a three-year term commencing on the Saturday following the primary election.

##### 2. DUTIES

It is the duty and responsibility of the County Committee to maintain communication between the elected Republican officials and the Republican voters of their district and present the views of those voters to appropriate Republican officials; to contact and register all new residents and those coming of voting age in their districts; to attend all meetings of the Municipal Committee and the County Committee in order to be informed on current matters they may be called on to explain; to assist in the election campaigns of Republican candidates for offices representing their voting district; to act as a challenger in their voting district at each primary and general election to observe the opening of the voting machine at the close of the polls and record results for delivery to the Municipal Leader; to be prepared to vote and to vote on all voting matters that validly come before the municipal committee and county committee at any regular meeting or a special meeting if duly called and announced for that purpose, but only if a quorum be present and voting; and to perform such other duties consistent with the objectives of the organization and as may be required by the municipal and county leadership.

##### 3. REMOVAL

Pursuant to law a member of the County Committee is automatically removed, and the seat held by such member declared vacant, should such member formally change party affiliation so as to cease to be a registered republican voter, cease to reside within the election district they represent or die.

Additionally any Municipal /County Committee member who openly supports the election of a candidate for public office in a general election other than the duly designated candidate of the Republican Party or otherwise engages in conduct subversive to the Passaic County Republican Committee; or otherwise seriously violates the duties, obligations or responsibilities of their office shall be subject to removal by either the Municipal Committee or by the Executive Committee of the Passaic County Republican Committee.

For action by the Municipal Committee:

Removal for cause as specified shall be initiated by the municipal committee, in accordance with the By-Laws of that municipal committee, and reported to the Executive Committee.

The member removed by the municipal committee may, within fifteen (15) days after the sending of Certified Mail Notice of such removal and the reasons therefore to the members last known address, petition the Executive Committee for a hearing on such removal. The Executive Committee shall, either directly or by delegation to a subcommittee of its members, consider the members challenge to the removal and determine whether such removal is affirmed or reversed. The procedure to be utilized in each individual case shall be at the sole discretion of the Executive Committee and the determination of the Executive Committee shall be final. Under no circumstances shall support of a candidate in a Republican Primary be deemed cause for removal.

For removal by the Executive Committee:

Removal can be made for the open support of any candidate running against a Republican Candidate appearing on the Passaic County election ballot for a general election for any office (Federal, State, County or local) or for any other subversive conduct adverse to the interests of the Passaic County Republican Committee, as determined by the Executive Committee at any point in time, so long as the removal proceedings are commenced within the same term of office as the offending conduct that gives rise to the same.

Said removal shall be made after formal notice to said County committee member and a formal hearing as so designated by the Passaic County Republican Chairman.

The determination of the Executive Committee shall be deemed final and not subject to appeal or judicial review.

All issues of procedure for said hearing shall be determined by counsel to the Passaic County Republican Committee.

### 3.1 Municipal Leaders

A. Each Municipal Leader must provide candidates for each and every office up for election for each and every municipal election and provide the names for each candidate and a copy of a fully completed petition (including the County slogan/ designation) for each and every position for Municipal Committee/County Committee and Municipal Office to the Chairman of the Passaic County Republican Committee at least 14 days before the deadline for filing said petitions as designated by the Clerk of Passaic County and in accordance with title 19 of the New Jersey Statutes.

B. Each and every Republican Municipal Leader of each of the municipalities of Passaic County must notify the Chairman of the Passaic County Republican Committee in writing of their intent to run candidates using the Passaic County Republican designation/slogan for any municipal office or municipal/county committee seat for any upcoming Primary Election, within 5 days written request from the Chairman of the Passaic County Republican Committee.

C. In the event that the any Republican Municipal Leader of any Passaic County Municipality, fails to perform any of the duties set forth in section 3 of these By-Laws or either paragraphs A. or B. of this section 3.1, the Executive Committee of the Passaic County Republican Committee can designate the County Chairman as the appropriate individual to authorize the use of the Passaic County Republican Committee's designation/slogan and under those circumstances the municipal leader in question shall be deemed to have waived his/her right to do so and forfeit the same to the County Chairman.

### 4. VACANCIES

A vacancy on the County Committee, whether by resignation, death or removal, shall be filled by the municipal committee wherein such vacancy occurs in accordance with the law and the By-Laws of that municipal committee, for the balance of the term only. Any person appointed to fill a vacancy must meet all the qualifications of office specified herein and shall have the same duties, responsibilities, rights and obligations

## VIII. FISCAL CONTROL

### A. RESPONSIBILITY

This organization shall raise funds for the operations of the organization and to promote its' purposes and objectives. The Finance Director shall have charge of fund raising under the direction and authority of the County Chair and the Executive Committee but shall have no authority over the expenditure of funds except to the extent necessary and approved for fund raising purposes. The Treasurer shall have charge and responsibility for all funds raised or received by the organization and for all funds expended by the organization for any purpose. The Chair and the Executive Committee shall have sole and exclusive authority to authorize or direct the expenditure of funds.

### B. RECORDS

The Treasurer shall maintain the books of the organization and file all necessary reports, including but not limited to the reports required under election law to the New Jersey Election Law Enforcement Commission (ELEC). Each member of the Executive Committee shall be provided with a full and complete copy of all ELEC reports within ten (10) days of their filing. In addition, both the Finance Director and the Treasurer shall be obligated to provide monthly reports of all activities to the Executive Committee at their regular monthly meetings. Any reimbursement to any person for expenditures on behalf of or for the benefit of the organization or its purposes must be fully explained in writing as part of the regular reporting obligation of the Treasurer and shall be part of the records maintained as a matter of course.

### C. INSPECTION

The books and financial records of the organization shall be open for inspection by any member upon written request. Such inspection shall be in the presence of an officer designated by the Chair or the Executive Committee and shall be provided within a reasonable time following receipt of a request. The Executive Committee, the Board of Governors or the County Committee may, by majority vote of such body, require that an audit of the organization's books and records be performed by an independent auditor and a report provided.

## IX. BY-LAWS

### A. COPIES

Each County Committee member and each member of the Executive Committee and Board of Governors shall be provided with a current copy of these By-Laws upon assuming office or upon request.

### B. RULES OF ORDER

The conduct and procedure of meetings held by this organization shall be in accordance with these bylaws. In the event these bylaws are silent as to procedure and or conduct, Roberts Rules of Order shall control. In no event shall Robert's Rules of Order circumvent the interpretive powers of Counsel to this organization.

### C. INTERPRETATION

The Counsel to the organization appointed by the Chair with the advice and consent of the Executive Committee shall act as Parliamentarian and rule on questions of interpretation of these By-Laws, subject to the right of the Executive Committee or the County Committee to overrule such interpretation by majority vote.

#### D. AMENDMENT

These By-Laws may be amended only upon the recommendation of the Executive Committee and after the submission of any proposed amendment in writing to each member of the County Committee and Board of Governors at least seven (7) days in advance of a general meeting at which such amendment is to be considered. Adoption of an amendment shall require a majority vote of the County Committee and shall be effective immediately upon adoption. For purposes of this subsection only, the term “majority vote” shall mean a majority vote of those County Committee members present so long as a quorum of no less than 25% of the complete compliment of the County Committee is present at a meeting duly called in accordance with this Article IX of these Bylaws.

#### E. MUNICIPAL COMMITTEES

Each Municipal Committee shall provide a current copy of the By-Laws governing that organization to the Secretary and shall maintain such copy current as it may be amended by the Municipal Committee. The By-Laws of a Municipal Committee shall not be inconsistent with these By-Laws and shall be ineffective to the extent they are inconsistent herewith. Any Municipal Committee which does not presently have written By-Laws shall prepare and adopt such By-Laws within six (6) months of the date of the adoption of these By-Laws. The Chair and the Executive Committee shall provide reasonable assistance to Municipal Organizations to this end.

In the event for any reason whatsoever (i.e. Death or resignation etc...), a Republican Municipal Committee in Passaic County is without leadership (i.e. No Chairman or Vice Chairman, the Executive Committee of the Passaic County Republican Committee shall assume leadership to perform all duties of the Chairman set forth in statute and these By-Laws, including holding elections to install new leadership, which shall occur within 45 days of notice of the vacancies.

#### F. SEVERABILITY:

If any provision, word and or any other part of these bylaws shall be adjudged unenforceable in any way, the remaining aspects of these By-Laws shall survive as if the unenforceable provision was originally not included in these By-Laws and the remaining aspects of these bylaws shall be read logically to further the purposes expressed herein until such time as these bylaws may be amended.