

# **BYLAWS AND RULES OF THE BERKS COUNTY REPUBLICAN COMMITTEE**

Last amended by a vote of the General Membership held on April 23, 2022

## **ARTICLE I NAME & PURPOSE**

This organization, to be known as the Berks County Republican Committee (hereinafter referred to as the "Organization" or "Committee," shall officially represent, conduct business for, and be the governing body of the Republican Party in Berks County, Pennsylvania. The mission of the Berks County Republican Party is to provide overall organizational support to Republican candidates for office and to provide Berks County Republican voters with effective interfacing capabilities to convey Republican candidate information to them in a timely manner which increases the chances for Republican victories in elections.

## **ARTICLE II MEMBERS**

### **Section 2.1: Members**

- a. Members of the organization shall be:
  1. Berks County Republican Committeemen and Berks County Committeewomen elected as hereinafter provided;
  2. Berks County Bonus Committee Persons elected as hereinafter provided;
  3. Berks County Committeemen, Berks County Committeewomen and Berks County Bonus Committee Persons appointed as per Section 2.2 as hereinafter provided.
- b. Phone numbers and emails of the membership shall be kept confidential. Information may be released at the discretion of the Chair or Region Chair to candidates.

### **Section 2.2: Elections and Appointments**

One (1) Committeeman and one (1) Committeewoman shall be elected from each precinct in Berks County by the registered Republican voters of such precinct during the primary election in even numbered calendar years commencing with the primary election of 2006 and every four (4) years thereafter. Write-in candidates can be elected with a minimum of one (1) vote. In the event of a tie, the Executive Committee shall determine the winner of the election. The winner shall be determined by lottery at the Executive Committee Meeting immediately following the election. In addition, one (1) Bonus Committee Person shall be elected in the same manner from each precinct for every five hundred (500) registered Republican voters in such precinct. All appointments to fill a vacant committee member position must first be recommended and approved by the appropriate Region. The

recommendation is then passed to the Executive Committee for approval by a majority present, in person or by proxy, at a meeting of the Executive Committee.

All Committee Persons, Officers and Executive Committee Members (collectively referred to as the "General Membership" or "Members" of the Committee) must be and remain registered Republicans in Berks County (or in their precinct in the case of Committee Persons) to maintain their position.

### **Section 2.3: Duties, Responsibilities and Commitment**

a. Duties and Responsibilities of the Members shall include, but not be limited to, the following:

1. Registering Republican voters and encouraging them to vote;
2. Assisting Republican voters by providing information, absentee ballot applications and other services;
3. Assisting the Republican Party in finding, nominating, and electing well-qualified Republican candidates for office;
4. Assisting candidates who are registered Republicans in election campaigns;
5. Protecting the interests of the Republican Party and of candidates who are registered Republicans at the polls;
6. Provision of up-to-date personal contact information. Members are solely responsible to provide the Recording Secretary of the Committee with their current regular mail address and electronic mail address for the purpose of all notifications provided for under these By-laws;
7. Members, by providing their current contact information to the Committee, grant the Committee and Region permission to contact them using regular mail, electronic mail, text or telephone;
8. Otherwise advancing the interests of the Republican Party in Berks County;
9. Deliver the maximum number of Republican votes from their precinct by encouraging voter participation in the election;
10. Motivating voters to go to the polls and vote for Republican candidates;
11. Participating in meetings and special events sponsored by the Committee and/or candidates;
12. Foster a good working relationship with other Committee members by not engaging in activities that create unnecessary friction;
13. Distributing campaign literature through door-to-door efforts in your precinct and develop personal interface and dialogue with constituents in order to inform them of their candidates and the key issues;
14. Assisting candidates with mailings, phone calls and other campaign activities as needed;
15. Help recruit GOP volunteers to work at a precinct to place and then remove campaign signs and campaign for candidates Election Day;
16. Volunteer to work at a polling place on Election Day, if available;
17. Provide signs and literature at polling locations on Election Day;
18. Recruit additional committee members;
19. Promoting the placement of candidate campaign signs on Committee Member's property.

b. "Commitment" shall be defined as the support of our Republican mission, platform and candidates. Members must add value via "commitment" to our Republican Committee. Committee members commitment includes, but is not limited to:

1. Committee Members actively attend all meetings, in person or by proxy, half or more of all free events, and no fundraising events per year.
  2. Committee Members who attend all meetings, in person or by proxy, but do not attend most events. They do however, sponsor members by “paying the way” for multiple members (at least two (2)) to attend two (2) or more candidate sponsored and/or Committee sponsored fundraising events per year.
  3. Committee Members who attend all meetings, three-quarters (3/4) or more in person, the rest by proxy. They attend less than one-half (1/2) of all free events. They are not required to attend any candidate sponsored and/or Committee sponsored fundraising events per year.
  4. Committee Members who are elected local, county, state or federal officials who were also elected or appointed to the Berks County Republican Committee. They must attend all meetings either in person or by proxy. There are no attendance or participation requirements at events.
  5. Committee Members who attend all meetings, either in person or by proxy, and contribute multiple hours every month during election season, making phone calls, working polls, and/or door to door work for our Republican Candidates.
  6. Committee Members who miss a meeting, either in person or by proxy, shall provide their Region Chair with an explanation.
- c. The Code of Conduct for members is contained in the Operating Policies of the Berks County Republican Committee.

**Section 2.4. Removal; Ineligibility to be Seated.**

- (a) Leave of Absence. Members who are unable to meet their commitment due to health, family issues and/or work assignments are required to submit to their Region Chair and the County Chair, via electronic mail or regular mail, announcing their inactivity for up to six (6) months. Such members shall not be subject for removal during their leave of absence. The Executive Committee will reassess the members’ participation, with the member, after the leave of absence.
- (b) Members may be removed and candidates for membership, whether by election or appointment, may be refused to be seated as ineligible, including on any of the following grounds:
- (1) Not remaining a Republican.
  - (2) Not maintaining official residence within the represented precinct (or, for At-Large Members who are not Committee Persons, within Berks County).
  - (3) Consistent neglect of the duties mentioned in Article II, Section 2.3 for a period of ninety (90) days.
  - (4) Medically certified mental incapacity, until such time as medical documents prove otherwise.
  - (5) Conviction of a serious criminal offense.
  - (6) Recommendation of the Conduct Committee or Credentials Committee, including any refusal to cooperate in good faith with either committee.

(7) At-large Region Committee members shall be removed by a majority vote of the Region Members.

(8) Except as provided in Section 7.3, all members of the organization, regardless of their position, cannot work against our Republican Candidates chosen by Primary Election or by nomination certificate under the Election Code, including by way of campaigning for third-party or write-in candidate efforts.

(9) Association with any activist or political organization determined by the Executive Committee to be not aligned with the Berks County Republican Committee. A finding of such association is made by simple majority of the quorum of the Executive Committee, but removal is otherwise in accordance with Subsection (c).

(c) Charges for removal of a Member shall be directed to a member of the Executive Committee. The Executive Committee shall determine, by a two-thirds (2/3) vote, if removal proceedings shall be initiated. Notifications of removal shall be sent by electronic mail and certified mail. The Executive Committee shall give the Member five (5) days notice of the charges for removal and an opportunity to be heard by the Executive Committee. Removal requires a two-thirds (2/3) vote of a quorum of the Executive Committee.

(d) Charges of ineligibility of a candidate for membership, whether by election or appointment, are determined by a simple majority of the quorum of the Executive Committee. If charges are sustained, then such candidate must receive reasonably prompt notice of that determination from the Executive Committee. Such notice may also prescribe the manner for petitioning for reconsideration or for a waiver of the ineligibility determination. Within 15 days of receiving notice of an ineligibility determination, a candidate for membership may petition for reconsideration of a question of fact, or for a waiver of the ineligibility determination, and has a right to be heard before the Executive Committee in accordance with this Section. Reconsideration of a question of fact of ineligibility may be sustained, and waiver of ineligibility may be granted, by a simple majority of the quorum of the Executive Committee. Without a timely request for reconsideration or waiver submitted in accordance with this Section, the candidate for membership is deemed ineligible.

(e) Proceedings for removal, or for reconsideration or waiver of an ineligibility determination, are informal and not adversarial. For any proceeding under this Section, a member or candidate for membership who is unable to appear may be represented only by a member, whether or not a licensed attorney. By simple majority, the Executive Committee determines any supplementary procedures under this Section.

(f) If any person exercises any right under this Section, or under Section 2.5, and if that person, directly or indirectly, discloses to the public any aspect of the proceeding or the findings and conclusions by the Executive Committee, then that person is deemed to have consented to any and all public disclosures of such proceeding and such findings and conclusions by the Executive Committee, whether or not that person agrees with the truth of the matter asserted.

### **Section 2.5. Review by Credentials Committee.**

(a) The Executive Committee appoints the voting members and Chair of the Credentials Committee, and the name of the Chair, and means of contacting the Chair, must be provided on the

Web site of the BCRC. The Chair of the Credentials Committee may appoint non-voting members to such Committee.

(b) The Credentials Committee may review the eligibility of any candidate for membership under these Bylaws, whether of members-elect under an election in Section 2.2. or requests for appointment. The Credentials Committee may request particular information from a candidate for membership. It is the responsibility of such candidates to remit their responses to requests by the Credentials Committee and, without those responses, a candidate may not be seated or a proceeding for reconsideration or waiver will be postponed.

(c) Within 30 days of certification of the election results under Section 2.2 by the Berks County Board of Election, the Credentials Committee reports its findings and recommendations on members-elect, including those by write-in votes, to the Executive Committee as follows:

(1) Members-elect determined eligible or ineligible to be seated.

(2) Members-elect determined eligible to be seated but tied for the same party office, requiring the Executive Committee's intervention under Section 2.2.

(3) Members-elect where seating is postponed due to the failure to respond to requests for information.

(4) Write-in candidates who did not request to be seated.

(e) Within 15 days of receiving a report on the findings and recommendations of the Credentials Committee of the election results under Section 2.2, the Executive Committee must, by simple majority of a quorum, sustain or overrule the report in whole or in part and, if necessary, schedule a hearing for tie-breaking of eligible candidates under Section 2.2. Not more than once and not exceeding 30 days, the Executive Committee may recommit, with instructions, any matter to the Credentials Committee for additional investigation and fact-finding. Persons determined ineligible by the Executive Committee are not seated unless a reconsideration or waiver of the ineligibility determination is obtained under Section 2.4.

(f) If a nomination petition was filed and if not determined ineligible by the Executive Committee, a member-elect's term of party office begins as of right 45 days after certification of the election results under Section 2.2 by the Berks County Board of Election.

(g) Write-in candidates for election under Section 2.2 must submit a request to be seated to the Credentials Committee. Otherwise, the Credentials Committee may choose to submit a letter to a write-in candidate, enclosing a questionnaire and notifying the individual of the rights under this Section if desiring to be seated, including the intervention of the Executive Committee in the event of a tie among eligible candidates who submit a completed questionnaire. The Credentials Committee may cumulate reasonable misspellings of write-in ballots if no petition to cumulate or identify write-in votes is submitted or determined by the Berks County Board of Election or if the Credentials Committee disagrees with a determination on such petition by the Berks County Board of Election. The reasons for such disagreement with the Berks County Board of Election must be disclosed in the report to the Executive Committee under this Section.

(h) Unless the Executive Committee determines otherwise, the form and contents of requests for information under this Section are drafted by the Credentials Committee. But neither the Credentials Committee nor the Executive Committee may inquire of any person, directly or indirectly, into any liability risk for unprosecuted criminal conduct.

(i) For purposes of criminal background checks, the Credentials Committee may not surcharge any candidate for membership without approval by resolution of the Executive Committee. The amount of the surcharge, if any, must be reasonably related to the cost of a criminal background check.

**Section 2.6: Arbitration.**

(a) Binding arbitration, subject to confidentiality, is applicable as follows:

(1) Arbitration is at the election of the Executive Committee (or its designee).

(2) Whether commenced by or against the Organization or, whether or not the Organization is joined as a party, by or against the Organization's current or former officers or current or former members, or by or against applicants for appointment as members, arbitrable matters are any of the following:

(A) arising out of or relating to these Bylaws (including any dispute concerning the construction, validity, interpretation, enforceability, or breach of these Bylaws).

(B) arising out of or relating to any act or omission of the Organization or, if liable within their capacity as party officer or member, any act or omission of the Organization's current or former officers or its current or former members.

(C) arising out of or relating to any allegedly tortious communication (written, oral, or electronic), whether or not liable within the capacity as party officer or member, if involving channels of communication available through the Organization (such as the Organization's e-mail listservs or any social media associated with the Organization), or aided or facilitated by information from the Organization (including contact information for officers and members), or occurring within any of the meetings or events of the Organization or within any setting having a reasonable relationship to the Organization or to campaigning for Republican candidates.

(D) whether or not a dispute, controversy, or claim is arbitrable.

(b) The complaining party must give written notice of a demand for arbitration to the other party by certified U.S. mail, including a copy of such notice addressed to the County Chair and Secretary and delivered to the headquarters of the Organization and on the registered agent of the Organization (if registered with the Pennsylvania Secretary of State). The demand for arbitration must describe the material facts giving rise to the dispute, controversy, or claim. If not made a party, then the Organization has a right to intervene. Within 30 days of receiving such notice, the Executive Committee (or its designee) must appoint, as Arbitrator, a registered Republican who is a current or retired attorney or retired judge, and the arbitration must be conducted in Berks County, Pennsylvania. Ordinarily, the demand for arbitration by the complaining party must be made within a reasonable time after the dispute, controversy, or claim has arisen. But if the complaining party's dispute, controversy, or claim relates to the removal of that party from the Organization, then that party must commence a demand for arbitration within 30 days after receiving actual or constructive notice of

removal by the Executive Committee. In no event may a demand for arbitration be made within two years from when the complaining party knew or should have known of the dispute, controversy, or claim.

(c) Binding arbitration under these Bylaws is specifically enforceable.

(d) Unless otherwise required by law or within an action or proceeding before a court of competent jurisdiction or upon authorization by a majority vote of the Executive Committee (or its designee), no party (or that party's representation) may publicly disclose the existence, contents, or results of any arbitration under this Section. The Executive Committee (or its designee) may request the Arbitrator to sign a confidentiality agreement.

(e) In the absence of written consent of all parties, the parties are not entitled to discovery in the arbitration, except the Arbitrator may permit the deposition of a witness upon a credible showing that such witness is likely to be unavailable to testify at the hearing.

(f) Unless the parties agree otherwise or upon good cause as determined by the Arbitrator, the hearing in arbitration must be held within 120 days from the date of the Arbitrator's appointment. Within 30 days prior to the hearing date, the parties must disclose their witnesses with a summary of each person's expected testimony, and exchange copies of all exhibits. The procedures of the arbitration are, to the extent not inconsistent with this Section, supplemented by the Employment Arbitration Rules and Mediation Procedures of the American Arbitration Association.

(g) The Arbitrator has no authority to award punitive, special, or consequential damages against the Organization or, if liable within their capacity as party officer or member, the Organization's current or former officers or current or former members. The Arbitrator shall be entitled to issue injunctive and other equitable relief. In respect of a complaining party who was removed from the Organization, the Arbitrator is permitted to award judgment of reinstatement of that complaining party's position and an ouster of any person who was subsequently appointed to that position. If the prevailing party is the Organization or, if indemnified or defended by the Executive Committee (or its designee), the Organization's current or former officer or current or former member, then the Arbitrator must also award to the Organization only a recovery of reasonable attorneys' fees and litigation expenses, as well as the costs of the arbitration (including the Arbitrator's fees) and such relief may be requested before or during the hearing or within 30 days after judgment.

## **ARTICLE III OFFICERS**

### **Section 3.1: Officers**

a. The Officers shall be: Chair, Vice Chair, Recording Secretary and Treasurer. The Chair and Vice Chair shall be members of the opposite sex.

b. At the completion of their term, the Officers of the Committee shall meet with the incoming officers within fourteen (14) days to ensure a smooth transition between leadership. All materials, including books, records, electronic files, website access, financial records, passwords and property belonging to the Committee shall be transferred to the incoming officers. Computers will be in working order and passwords will be provided to the new administration. Any materials, including databases, files, written materials and art work produced for use by the Committee shall be considered the

intellectual property of the Committee. If the above is not achieved within fourteen (14) days, without approved extension by the Chair, the member(s) in violation will forfeit their membership immediately.

### **Section 3.2: Qualifications for Officers and Members.**

(a) In addition to qualifications provided elsewhere under the Bylaws, and adhering to the rules and conduct under the Bylaws and by the Executive Committee, no person is eligible for election or appointment if, within five years immediately prior to election or appointment, that person was removed from the BCRC or resigned membership without leave of the Executive Committee. The Executive Committee may, by simple majority, remove such ineligibility if, prior to elections described in Section 2.2, the person makes application for that purpose before the first day to circulate nomination petitions under the Election Code.

(b) At the time of assuming office, the County Chair and Vice Chair must be Berks County Republican Committee Members as per Article II, Section 2.1, or per Article VI, Section 6.2(b), and must have at least five years of cumulative service in any capacity in the BCRC.

### **Section 3.3: Election Term**

(a) The Officers shall be elected (by secret ballot) at a reorganization meeting of the General Membership, which shall be held within thirty (30) days of the certification of election results of the Spring Primary of each odd-numbered calendar year, commencing with the primary election in 2023 and every (2) two years thereafter. The Officers (as of the date of the approval of this amendment in 2021) shall hold office until the conclusion of the next reorganization meeting in 2023, unless the officer resigns, is removed, or is otherwise unable to serve. All materials such as attendance sheets, proxies, ballots and electronic files used to conduct the meeting shall be given to the incoming Secretary at the conclusion of the organizational meeting.

(b) On the day of the Election, the current Officers shall provide to the Committee's solicitor, all information required in Article III, Section 3.1.b by electronic methods and/or by hard copy. Prior to the election, the solicitor shall verify receipt of the materials.

(c) In the event of any tie vote for any officer election (including an officer election for a region committee) and if hopelessly deadlocked or lacking an agreed-upon means of breaking the tie, then the Executive Committee must, by simple majority of votes in person or by proxy, break the tie or otherwise determine the means of breaking the tie.

### **Section 3.4: Chair**

The Chair shall be the chief executive officer of the Committee. The Chair is an *ex-officio* member of all committees. The Chair shall preside over all meetings of the Committee and the Executive Committee. The Chair shall ensure an annual budget for the Committee is prepared, either directly or by designee.

### **Section 3.5: Vice Chair**

The Vice Chair shall preside over all meetings of the Committee and the Executive Committee in the absence of the Chair.



### **Section 3.6: Recording Secretary**

The secretary shall keep minutes of all meetings of the Committee and the Executive Committee and shall maintain the minute books of the Committee.

### **Section 3.7: Treasurer**

(a) The Treasurer (or County Treasurer) must receive and disburse all moneys of the BCRC and maintain cash receipts and cash disbursements journals, and file all reports under the Campaign Finance Reporting Law.

(b) The Treasurer must establish and maintain consolidated banking and bookkeeping, but include segregated books and records for each Region, where each Region may fundraise its own contributions and generally control its own expenditures.

(c) The Treasurer must cooperate with any auditor designated by the Executive Committee or audit conducted in accordance with law or court order.

(d) At Executive or General meetings, the Treasurer may be called upon to give a report.

(e) The Chair and Treasurer must agree upon a bank for the BCRC and, if unable to agree, then the Executive Committee must decide.

(f) The Chair and Treasurer must be signatories for all bank accounts of the BCRC and are responsible for monitoring bank account activity.

(g) Ordinarily, the Treasurer does not approve expenditures. Where transacting an expenditure, the Treasurer is entitled to accept the veracity of an Officer, or Region Officer, whether any given expenditure is approved. By Operating Policy, the Executive Committee may determine if certain requests for expenditures must be in writing and signed by appropriate persons.

(h) For each expenditure, the Treasurer may request such information that is necessary to comply with the Campaign Finance Reporting Law, such as the recipient, the recipient's address, and a description of the expenditure.

(i) Regions must approve any expenditure which exceeds \$200.00 per recipient for each reporting period under the Campaign Finance Reporting Law. The Executive Committee must approve any expenditure, which is not a Region expenditure, that exceeds \$1,500.00 per recipient for each reporting period under the Campaign Finance Reporting Law.

(j) Expenditures, which are not Region expenditures, that are \$1,500.00 or less must be approved by not less than two Officers. Region expenditures that are \$200.00 or less must be approved by the Region Chair and Vice Chair.

(k) In addition to any responsibilities imposed by Operating Policy, the Finance Committee monitors all accounts and spending activity of the BCRC, reconciles Region account balances, and assists the Treasurer and the County Chair in preparing annual budgets. All books and records maintained by the Treasurer must be permitted for inspection by this Committee.

(l) Unless a different person is appointed by the Executive Committee, the Treasurer is, by virtue of the office, the Chair of the Finance Committee.

- (m) By virtue of the office, each Region Treasurer is deemed a member of this Committee.
- (n) All other members of this Committee must be confirmed by the Executive Committee.
- (o) This Committee may meet as frequently as its Chair may determine, including by way of virtual meetings, but not less than quarterly each year.

**Section 3.8: Vacancies**

The Chair, or the Vice Chair, if the Chair becomes vacant, shall schedule a special meeting of the Committee, if no other General Membership meeting is scheduled, within thirty (30) days after the vacancy occurs, for the purpose of electing a new officer to fill a vacancy. An electronic email must be sent to the membership announcing the vacancy when it occurs. If a sudden vacancy occurs within seven (7) days prior to a scheduled General Meeting, the election to fill the office may be held at the scheduled General Meeting.

**Section 3.9: Removal**

Officers are subject to removal under Section 2.4 hereof. Officers may be removed (recalled) from their office by a vote of two-thirds (2/3) of the quorum, as specified in Article V, Section 5.3, at a scheduled Special Meeting, following the requirements specified in Article V, Section 5.2. Officers can not be removed at a General Membership Meeting (except at a Reorganization Meeting as described in Article III, Section 3.3) or Executive Meeting.

**Section 3.10: Charter Committees**

All Charter Committee Chairs are on the Executive Committee. They shall report at least quarterly to the Executive Committee. They shall have a vote in the Executive Committee and at the County General Membership meetings, but may not vote at the Region Meetings. The Region Chairs will get Charter Committee Reports from the Executive Committee Meeting and shall then report such activity to their respective regions.

**ARTICLE IV  
EXECUTIVE COMMITTEE**

**Section 4.1. Members.**

- (a) Executive Committee members are as follows:
  - (1) The Officers.
  - (2) The Region Chairs.
  - (3) The Berks County members of the Republican State Committee of Pennsylvania.
  - (4) At-large Members appointed by the Chair and who serve at the pleasure of the Chair, if not exceeding one-third of the Executive Committee.
- (b) Executive Committee members additionally include one representative nominated by each of the following groups or organizations, such representative being a member of the same, and whose nomination is accepted by the Executive Committee:

- (1) The Republican members of the Berks County Row Officers.
- (2) The Republican members of the Berks County delegation in the General Assembly.
- (3) The Berks Republican Women.
- (4) The Berks County Young Republicans.

(c) Representatives under Subsection (b) are had for the purpose of keeping the Executive Committee apprised of the business of that group or organization.

(d) Representatives under Subsection (b) may be represented by proxy only by another representative of the same group or organization and, if having more than two unexcused absences from Executive meetings, then the Executive Committee may revoke an appointment. The Chair may excuse absences upon written request for good cause shown. For Republican members of the Berks County delegation in the General Assembly, good cause is shown if an Executive meeting coincides with any in-session dates of the General Assembly.

(e) The term of At-large members under this Section automatically expires upon the election of a new Chair.

(f) Unless individually confirmed by a majority vote of members at a General Meeting, a member of the Berks County delegation in the Republican State Committee of Pennsylvania is neither seated on the Executive Committee nor, by virtue of the office, a member of the Berks County Republican Committee. If such person is not confirmed, then no one else is substituted. A member-elect of the Republican State Committee of Pennsylvania is eligible for confirmation to the Executive Committee if a member, including a Region At-Large member, of the Berks County Republican Committee. Confirmation under this provision occurs after the Executive Committee has seated members-elect to the Berks County Republican Committee.

#### **Section 4.2: Term**

The term of the members described in subparagraphs 1, 2, and 3 of Article IV, Section 4.1 hereof shall be the duration of the term of the position that qualified them for membership on the Executive Committee. At-large members serve at the discretion of the Chair; however, their terms expire when the Chair's term expires, or when the Chair resigns, is removed, or is otherwise unable to serve.

#### **Section 4.3: Purpose**

The Executive Committee shall conduct the business of the Committee between meetings of the General Membership, and shall meet at least six (6) times per year.

#### **Section 4.4: Quorum Rules**

Two-thirds (2/3) of the Executive Committee members shall constitute a quorum for the conduct of business. *Robert's Rules of Order, Newly Revised* shall be used to determine procedure of all meetings of the Executive Committee.

## **Section 4.5: Committees**

The following shall be standing committees: Publicity, Finance, Special Events, Voter Registration, By-laws Conduct, We Are Berks GOP, ESP (Election Strategic Planning) and Election Day. The County Chair may establish *ad hoc* committees as needed. The County Chair appoints all standing committee and ad hoc committee chairs. All standing committee chairs and *ad hoc* committee chairs must be selected from the Executive Committee.

### a. Conduct Committee

#### 1. Members

- a. The Conduct Committee members shall be the Region Chairs, the County Chair and the Solicitor. The Region Chairs shall serve on the Committee during their term as Chair of the Region.
- b. The Chair of the Committee shall be a Region Chair who serves on a rotating basis, serving a term of six (6) months. The rotation of the Committee Chair shall be by Region, alphabetically, by Region name. If the acting Chair is a party named in the grievance, they will relinquish the chair of the Conduct Committee. The next Region Chair in the rotation will assume the Chair of the Committee for that grievance only.

#### 2. Procedure for Conduct Review by the Committee

- a. Any unresolved conflicts between Committee Members, Committee Members and office holders or Committee Members and candidates can be brought for review to the Conduct Committee Chair.
- b. The Committee Member who has a grievance against another member shall make the request for a Conduct Committee review by the preferred method of communication listed in these bylaws, including all relevant information.
- c. Upon receipt of the written grievance, the Conduct Committee Chair will phone the relevant parties in an attempt to resolve the issue. The determination of whether or not to convene a meeting is at the discretion of the Conduct Committee Chair. If one of the relevant parties does not accept the recommendation of the Committee Chair, they can, in writing, call to convene a meeting. They can not rescind the request to convene a Conduct Committee meeting. All parties shall receive notification of the meeting date and time, with the meeting convening within fourteen (14) days of the initial contact with the Conduct Committee Chair. Notification will be by the preferred method of communication listed in these bylaws. If the Conduct Committee Chair is unavailable for the required meeting, the next Region Chair in the rotation will assume the Committee Chair to call the meeting.

#### 3. Meetings

- a. All relevant parties are required to cooperate with the requests of the Conduct Committee Chair. Refusal to cooperate with the Committee Chair will result in initiating the removal process as outlined in Article II, Section 2.4.
- b. A quorum shall be three (3) standing Conduct Committee members with no proxies accepted.
- c. No minutes of the Conduct Committee Meeting shall be kept.
- d. All recommendations of the Conduct Committee shall be determined by a simple majority vote. In the event of a tie vote, the County Chair will break the tie.
- e. Within ten (10) days of the conclusion of the Conduct Committee meeting, the Conduct Committee Chairman will prepare a summary of the findings and recommendations of the Conduct Committee. The summary shall be given to the County Chair and Vice-Chair. A copy of the summary shall be filed with the County Committee Secretary. The summary will include only the name of the member(s) that

were the subject of the grievance, the member(s) who brought the grievance and the findings and recommendation(s) of the Conduct Committee. It shall not contain grievance details and specifics. The summary of the Conduct Committee meeting may be reviewed by members of the General Committee, upon written request made to the County Chair and the County Secretary by the preferred method of communication listed in these bylaws. The summary of the Conduct Committee findings will not be released if any party of a grievance is no longer a member of the Berks County Republican Committee. No participant in a Conduct Committee Meeting shall discuss any information or details revealed in the Meeting.

- f. Upon receipt of the summary, the County Chair shall announce the summary findings to the Executive Committee and, if recommended, begin removal proceedings as defined under Article II, Section 2.4.

## **ARTICLE V MEETINGS OF THE ORGANIZATION**

### **Section 5.1: Meetings**

There shall be at least six (6) meetings of the General Membership annually. The organizational meeting described in Article III, Section 3.3 hereof shall be one (1) such meeting. The annual convention described in Article VII hereof shall be another such meeting. All other meetings shall be called by the Chair upon electronic email notice to the General Membership. The preferred method of notice of all meetings shall be by electronic email at least ten (10) days prior to the meeting. Anyone without an electronic email will receive meeting notifications by regular mail.

### **Section 5.2: Special Meetings**

By written petition signed by at least three-fourths (3/4) of the membership, if the membership is under one hundred ten (110) members or two-thirds (2/3) of the membership, if the membership is over one hundred ten (110) members, the Chair may be requested to call a meeting of the General Membership. The Chair must call said meeting within fifteen (15) days of receipt of such petition, giving notice by electronic email or if no email available, by regular mail of the purpose for which such meeting is called, said purpose being the only business topic to be discussed at such meeting.

### **Section 5.3: Quorum**

A quorum shall be one-third (1/3) of the General Membership present in person or by proxy. A quorum for the Special Meeting shall be three-fourths (3/4) of the membership, if the membership is under one hundred ten (110) members or two-thirds (2/3) of the membership, if the membership is over one hundred ten (110) members, in person or by proxy.

### **Section 5.4: Proxy**

A member may appoint a proxy as that Member's representative at a meeting of the Committee. Such person need not be a Member of the committee, but must be a registered Republican residing in the Member's Region. Such person may not be appointed proxy by more than two Members at any given meeting. Executive Committee meeting proxies must be carried by members of the Executive Committee. The form of proxy shall be posted on the Committee's website and may be used for the Executive Committee and General Membership meetings.

## **Section 5.5: Rules**

*Robert's Rules of Order, Newly Revised* shall be used to determine procedure at all meetings of the Organization.

# **ARTICLE VI REGIONS**

## **Section 6.1: Structure**

(a) The Regions under this Article are not autonomous entities but established for organizational purposes only. The Berks County Republican Committee shall be subdivided into North, South, East, and West Regions approximately equal both in terms of population (according to the latest United States Census) and in total number of available Committee Person seats, except for the City of Reading. The boundaries of the Regions, which shall be contiguous, shall be determined by a Realignment Committee, subject to the approval of at least three-quarters (3/4) of the Members present and voting at a meeting of the Berks County Republican Committee. The Realignment Committee shall meet either at the call of the Chairman of the Organization or upon the written petition signed by at least one hundred Members of the Organization, in which case the Chairman must call said meeting within fifteen days of the receipt of such a petition. The Realignment Committee shall be named and chaired by the Chairman of the Organization. In addition to the Chairman, the Realignment Committee shall be composed of at least the following: In addition to the Chairman, the Realignment Committee shall be composed of the following: the Region Chairs, one (1) other Officer of the Berks County Republican Committee, one (1) State Committee Member selected by the Chair and up to three (3) At-Large Members selected from the Executive Committee and elected by the Executive Committee.

(b) The Reading Republican City Committee shall be officially designated as a region within the Organization. Its boundaries shall be the same as those of the City of Reading, notwithstanding the creation of Regions that include all or parts of the City of Reading within their boundaries. Its Chairman shall be a member of the Executive Committee, as under Article IV Section 4.1 Clause 6 of these Bylaws as amended.

(c) Individual regions may not establish their own By-laws.

## **Section 6.2: Members**

(a) All Committee members from a Region are voting members of such Region.

(b) At-large Committee members are appointed by the Region Chair and must be registered Republican voters residing in Berks County within the Region. At-large members may not be represented by proxy and the number of at-large members may not exceed one-third (1/3) of the total membership of the Region Committee. The term of the At-large member ends with the term of the Region Chair. At-large members shall not be allowed to vote at General or Special meetings held by the County Committee.

(c) The Committee shall be the social and political center for Republicans in the Regional community and shall promote Republican Party candidates and events and promote the objectives and mission of the Organization under the direction of its Executive Committee and officers. They shall not support Democrats, including financial assistance.

### **Section 6.3: Officers**

(a) Each Region shall elect a Chair, Vice Chair, Secretary, and Treasurer. Officers must be members of such Region under Article VI, Section 6.2 hereof. The Officers shall be elected (by secret ballot only) at an organizational meeting to be held within thirty (30) calendar days of the Committee Reorganization. Regions must notify committee members in writing at least ten (10) days prior to the reorganization meeting. Notice must be sent via electronic email. If there is no electronic email available, notice will be sent via regular mail. Terms of officers of the Region expire at the beginning of the next reorganization of such Region (whether or not such officer is re-elected as a Committee Person, but in the event that an officer is not re-elected as a Committee Person, such officer ceases to be a member of the organization under Section 2.1 hereof or of the Region under Article VI, Section 6.2 hereof when that person's term as Committee Person expires for all purposes except to fulfill the term as officer of the Region).

(b) The Region chairs, Vice-Chair, Recording Secretary and Treasurer shall follow the procedure for transition outlined in Article III, Section 3.1.b.

(c) The Region Chair and Region Vice Chair need not be members of the opposite sex.

### **Section 6.4: Meetings**

Each Region shall meet at least seven (7) times a year. These meetings shall include but are not limited to; Pre-Endorsement, Pre-Primary, Pre-General, plus four others. Each Region shall abide by the County Bylaws. The Officers of the Committee described in Article III hereof and members of the Berks County Republican Committee shall be permitted to attend and to speak at all Region meetings, but shall not be a voting member of a Region unless qualifying under Article VI, Section 6.2 hereof. The Chair of the Region shall notify the County Chair of the Committee of the time and place of all meetings of the Region. Meeting notifications shall be sent via electronic email or by regular mail, if no electronic email is available.

### **Section 6.5: Quorum**

A quorum shall be one-third (1/3) of the members of the Region, either present or by proxy.

## **ARTICLE VII CONVENTIONS AND ENDORSEMENTS**

### **Section 7.1 Annual County Convention.**

(a) Each year, and after the deadline imposed at law for nomination petitions, the BCRC must hold a county convention for the purpose of Pre-Primary Election endorsements of Republican candidates for public office under Section 7.2.

(b) For presidential election years, the County Convention is held more than three weeks before the Primary Election. For all other years, the County Convention is held more than two weeks before the Primary Election.

### **Section 7.2 Pre-Primary Election.**

1. Prospective candidate contacts Committee Persons.
2. Prospective candidate contacts the Chair. Prospective candidate meets with relevant

Region(s).

3. Prospective candidate presents credentials to the Executive Committee; the Executive Committee votes on whether the prospective candidate is "qualified" or "not qualified" for the office sought.
4. Prospective candidate attends annual convention, and is given the floor to speak, with a time limit on candidate's speech to be set by the Chair. The results of the vote of the Executive Committee are published to the General Membership. The General Membership casts its vote for endorsement on an office-by-office basis. A simple majority is required to proceed with the ballot process. Only those members who reside within the boundaries of the office that the prospective candidate seeks may vote for the endorsement. There shall be a maximum of three ballots:
  - a. Ballot One: All prospective candidates for the office are placed on the ballot. If a prospective candidate gets 60% of the votes cast, the candidate is endorsed; if not, the convention moves to the second ballot.
  - b. Ballot Two: Only the top two vote getters from ballot one advance to ballot two. If one receives 60% of the votes cast, that candidate receives the endorsement; if not, the convention moves to the third ballot.
  - c. Ballot Three: The prospective candidates from ballot two advance to ballot three. If neither receives 60% of the votes cast, neither is endorsed, but both are "recommended".

### **Section 7.3: Post-Primary Election.**

- (a) At any time after a Primary Election, any committee member within a school district may request to convene, at their Region meeting or at another time and place if written notice is made to the Region Chair with sufficient time to inform all committee members situated in that school district, and vote at such time and place whether to endorse a registered Republican as write-in candidate for school director within that district.
- (b) Reasonable prior notice of a proceeding under this Section must be given to the County Chair. If a school district encompasses more than one Region, then each Region Chair must receive reasonable prior notice of a proceeding under this Section. Through Operating Policies, the Executive Committee may provide for additional rules under this Section.
- (c) No proceeding under this Section is permitted if a school director candidate received an endorsement under Section 7.2.

## **ARTICLE VIII BALLOT/STATE COMMITTEE VACANCIES**

### **Section 8.1: Ballot Vacancies**

1. If a vacancy occurs on the Republican ballot for a state legislative, county, or judicial (including magisterial district judge) office, the Chair shall call a meeting of the Executive Committee within three days after the deadline for the withdrawal of nominees, to vote for a replacement candidate. If the Executive Committee cannot fill the vacancy within three days after being convened for that purpose, the Officers shall promptly meet to select a replacement candidate.
2. If the Republican ballot vacancy involves a multi-county district office (i.e.: Congress, State Legislator, Delegate or Alternate Delegate), then the vacancy shall be filled by a convention of



delegates from the impacted counties as prescribed by the Bylaws of the Republican State Committee of Pennsylvania.

3. If the Republican ballot vacancy is for a local municipal (i.e.: township, borough or school director) office, then the Committee Members of the applicable region residing in the office boundaries pertaining to the vacancy, along with the officers of the region, shall, at a meeting called and presided over by the regional chair within three days after the deadline for withdrawal of nominees, choose a candidate and report the same to the Chairman of the Organization. If this meeting fails to produce a nominee within three days after being convened for that purpose, then the Officers of the County Committee and the Chair of the Region shall promptly meet to select a replacement candidate.

4. If the vacancy on the ballot is for a local municipal office involving more than one Region, then both Regions must agree on the choice, at a meeting called as specified above and presided over by the Regional Chair with the greatest number of committee people effected. If they are unable to agree to a candidate within three days of being convened for that purpose, then the Officers of the County Committee and the Chairs of the Regions impacted shall promptly meet to select a replacement candidate.

5. When the ballot vacancy occurs in the City of Reading for a mayoral, city council, or school director candidate, then the Reading Republican City Committee shall, at a meeting called and presided over by the Chair of the Reading Republican City Committee within three days after the deadline for withdrawal of nominees, choose a candidate and report the same to the Chairman of the Organization. If the City Committee is unable to fill the vacancy within three days of being convened for that purpose, then the Officers of the County Committee and the Chair of the Reading Republican City Committee shall promptly meet to select a replacement candidate.

6. The Chairman of the Organization shall be an *ex officio* member of any body convened for the purpose of filling a ballot vacancy when the vacancy is to be filled by a Region or the Reading Republican City Committee, and shall preside at any meeting convened for the purpose of filling a vacancy whenever a replacement candidate is to be chosen by the Officers of the County Committee and other officials as enumerated above.

### **Section 8.2: State Committee Vacancies**

The Chair shall fill any vacancy in the office of State Committee Member from Berks County by appointing a Republican elector who meets the requirements for election to that office, that appointee to complete the term.

## **ARTICLE IX MISCELLANEOUS**

### **Section 9.1: Adoption**

These rules shall be adopted by a majority vote of a quorum of Members of the Committee. These rules shall be effective immediately upon their adoption.

### **Section 9.2: Amendment**

1. Any proposed Amendment shall be submitted in writing to the Executive Committee for review. The proposed Amendment, along with Executive Committee comment, will then be sent via electronic email or regular mail if no email is available to all Committee People at least ten (10) days prior to the

next scheduled Committee Meeting.

2. These bylaws may be amended by a two-thirds (2/3) vote of the General Membership present in person or by proxy at a meeting of the Organization.

## **Operating Policies of the Berks County Republican Committee**

(Adopted January 11, 2020)

### **Section 1. Code of Conduct for Committee Members**

1. At all BCRC events, follow the guidelines of the event coordinator for appropriate attire. If possible, wear a BCRC shirt, red or patriotic top;
2. At all BCRC events, follow the instructions given by the event organizer. If there are any questions, please consult with the organizer for the BCRC, area chairperson or County Committee;
3. When performing voter registration related events, refer to the Berks County Board of Elections “Proper Etiquette of Conducting A Successful Voter Registration Drive.”
4. Act with integrity;
5. Treat others with respect;
6. May not take pictures of minors without parental or guardian consent. If a parent or guardian is in the photo, consent is implied;
7. Be engaging and friendly;
8. Avoid making unwelcome remarks or gestures;
9. Avoid interrupting a conversation;
10. Avoid offensive or derogatory jokes or comments;
11. Avoid verbal or physical abuse or threats;
12. Avoid personal attacks or engage in arguments;
13. Avoid being under the influence of illegal drugs, controlled substances used for non-medical purposes, or alcoholic beverages.

*Adopted by a vote of the General Membership at a meeting held on October 23, 1993. Amended by a vote of the General Membership at a meeting held on June 18, 1994. Amended by a vote of the General Membership at a meeting held on February 9, 1995. Amended by a vote of the General Membership at a meeting held on February 17, 1996. Amended by a vote of the General Membership at a meeting held on February 26, 1997. Amended by a vote of the General Membership held on March 16, 2002. Amended by a vote of the General Membership held on August 31, 2005. Amended by a vote of the General Membership held on August 17, 2013. Amended by a vote of the General Membership at a meeting held on February 23, 2019. Amended by a vote of the General Membership at a meeting held on January 11, 2020. Amended by a vote of the General Membership at a meeting held on March 25, 2021. Amended by a vote of the General Membership at a meeting held on September 11, 2021. Amended by a vote of the General Membership at a meeting held on November 13, 2021. Amended by a vote of the General Membership at a meeting held on April 23, 2022 (Bylaws Amendment 2022-01).*