PREAMBLE

The Republican Party in Monmouth County shall consist of all registered Republican voters in the County. The governing body of the Republican Party in Monmouth County shall be the Monmouth County Republican Committee (hereinafter "County Committee").

The County Committee shall be comprised of members of the Monmouth County Republican County Committee who have been duly elected or appointed pursuant to Title 19. The County Committee shall establish the policies of the Republican Party, provide a central headquarters, raise funds to support the party and provide leadership to the various municipal committees. The County Committee shall also seek to grow the Republican Party in Monmouth County.

The powers, rights, privileges and duties of the County Committee and of the Chairman thereof, are provided by law. The County Committee is authorized by law to adopt a constitution and bylaws for its proper government. Said constitution and bylaws for the County Committee are contained in this document and these bylaws shall constitute the sole and exclusive governing rules of the County Committee.

The purpose of this constitution and bylaws is ensure that the Republican Party in Monmouth County is a party open to all citizens, with equal opportunity for full participation by people of every race, color, religion, national origin, age, and gender. The members of the County Committee and its officers regard these powers, rights, privileges and duties as indices of their joint responsibility to promote the principles and policies of the Republican Party.

ARTICLE I

NAME

The name of this organization is the Monmouth County Republican Committee.

ARTICLE II MEMBERSHIP

Section 1

The membership of this organization shall be composed of members of the Monmouth County Republican County Committee who have been duly elected or appointed pursuant to Title 19.

Section 2

Vacancies in the membership of the organization may occur upon the death, resignation, recall, the member's removal, or upon the failure to elect a member in the primary. Vacancies occurring as a result of a failure to elect a District member in the primary shall be filled in accordance with the provisions of Title 19 and these bylaws and shall be effective only after notice in writing from the municipal chair to the County Chairman of

this organization no later than ten (10) days after the primary. Other vacancies shall be filled in accordance with the provisions of Title 19 and these bylaws and shall be effective only after notice in writing to the Chairman of this organization. Such notice to be delivered no less than two (2) weeks prior to any meeting for the selection of candidates or to fill vacant elective offices.

ARTICLE III OFFICERS

Section 1

Officers of the Monmouth County Republican Committee shall be a Chairman, Vice-Chairman, Secretary and Treasurer.

Section 2

Each officer shall be elected at the annual organization meeting of the County Committee to hold office for a term of two (2) years or until each of their successors is elected.

Section 3

In the event of death, resignation, permanent disability or refusal to serve, the Steering Committee shall elect a replacement for the unexpired term.

Section 4

The County Chairman (herein after "Chairman") has the exclusive authority to represent the County Committee. The Chairman shall call meetings of the County Committee at least bi-annually and Municipal Chairs at least quarterly. The Chairman shall preside at all meetings. In addition to all the powers, rights, privileges, and duties conferred or imposed by law, the Chairman shall have the right to vote. If there is a conflict on the vote, Title 19 shall supersede. The Chairman shall exercise and discharge all powers, rights, privileges and duties conferred by this Constitution and By-Laws and all resolutions adopted in conformity therewith. The Chairman shall be a voting member of all standing and special committees. The Chairman can appoint, manage and remove personnel and support staff for the County Committee, including an Executive Director. The Chairman shall have authority to appoint such standing and special committees or subcommittees as may be deemed advisable; to approve or disapprove all expenditures; to administer party affairs; and to exercise such powers and duties not elsewhere delegated as necessary to further the interest of the Monmouth County Republican Committee.

Section 5

The Vice-Chair shall preside at all meetings in the absence of the Chairman and shall exercise all the powers of the Chairman during the vacancy in the office or during an inability by the Chairman to serve.

Section 6

The Secretary shall keep minutes of all meetings of the County Committee and Steering Committee, and send copies of said minutes to all regular members no later than the notice of the next County Committee meeting. The Secretary shall also perform such duties as the County Chairman shall assign. All minutes and records shall be kept on file at the County Committee Headquarters and shall be open for inspection by County Committee members during regular business hours.

Section 7

The Treasurer shall possess all powers and discharge all duties which may be conferred or imposed by the Constitution and By-Laws, the laws of the State of New Jersey and resolutions of the County Committee. The Treasurer shall be the custodian of all funds of the County Committee, and shall be responsible for the maintenance of detailed books of accounts of all monies received and paid in accordance with generally accepted accounting principles. The Treasurer shall also be responsible for complying with any campaign or political finance laws, including preparation and filing of all necessary reporting documents. The Treasurer shall give reports to the County Committee of the financial state of the treasury.

ARTICLE IV MEETINGS AND VOTING

Section 1

Meetings of the County Committee shall be held on the Tuesday following election of its members, and at such other times and places during each year at the call of the Chairman, on at least five (5) days written notice to each County Committee member by e-mail or regular mail. There shall be a minimum of two (2) County Committee meetings during each year.

Section 2

A majority of the members of the County Committee shall constitute a quorum for the transaction of business.

Section 3

Only those regular members present at a duly constituted meeting shall be entitled to vote on any question, motion or resolution, and a majority of members present, by their vote, shall be sufficient to pass any motion or resolution, except a resolution to alter, amend or revise the Constitution and By-Laws of the County Committee which shall require a twothirds vote. Proxy voting is not permitted.

Voting may be by a show of hands or voice vote. A secret ballot, when requested by a majority of the Regular Members present at a meeting, will take precedence over all other forms of voting. All resolutions for adoption by the County Committee shall be submitted in writing to the Chairman fifteen (15) days prior to the meeting at which the vote on said resolution will be taken.

Section 4

These By-Laws and any procedural rules, consistent with the By-Laws, adopted by the County Committee shall govern all proceedings of the County Committee and its standing and special committees. Roberts Rules of Order shall govern all such proceedings, to the extent not in conflict with these By-Laws or any such procedural rule.

ARTICLE V

These By-Laws may be amended at any regular meeting of the organization by a twothirds vote of the membership of the County Committee. The Chairman shall mail a copy of the proposed resolution or resolutions to each member of the County Committee at least five (5) days prior to the meeting at which time such resolution or resolutions shall be introduced for discussion and amendment thereof. At a subsequent meeting, not sooner than thirty (30) days thereafter, introduction, discussion and amendment thereof of such resolution or resolutions shall be voted upon.