

BY-LAWS
OF
THE BILLERICA REPUBLICAN TOWN COMMITTEE

Revised Version Adopted June 16, 2010

XIV ARTICLES

Approved and adopted by consent of The Committee

Anthony M. Ventresca, Chairman

Dorothy L. Ventresca, Secretary

In keeping with prior versions of the Bylaws, this version treats such words as "he," "him," and "man" as generic, gender-neutral terms. "The Committee" refers to the Billerica Republican Town Committee; "the Town" refers to the town of Billerica.

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**REPUBLICAN TOWN COMMITTEE
BILLERICA, MASSACHUSETTS
BY-LAWS**

OF

THE BILLERICA REPUBLICAN TOWN COMMITTEE

I NAME AND PURPOSE

- A** The name of this organization shall be the Billerica Republican Town Committee, hereinafter called The Committee.
- B** The purpose of The Committee is to promote the principles of the Republican Party, to cooperate in carrying out the program of the Republican State and National Committees and to promote the election of Republican candidates.

II MEMBERSHIP

- A** The Committee shall consist of enrolled Members of the Republican Party resident in the Town of Billerica (hereinafter called The Town), who shall be elected from their Town at the Presidential Primary or as described below, provided that by such election the total number of Members of The Committee shall not exceed the number determined under Article II, Section B hereunder.

The Members of The Committee shall hold office for four (4) years, ending when their successors shall have organized as prescribed by state law, following the next Presidential Primary.

In case a Member dies, resigns, cancels, changes his party enrollment, or refuses to serve, his place shall be declared vacant and the vacancy shall be filled at the next regular meeting of The Committee.

If any Member changes his residence from The Town and does not resign, he shall cease to be a Member at the end of the calendar year during which said residence is changed, his place shall be declared vacant, and the vacancy shall be filled at the next regular meeting of The Committee.

- B** The existing Committee shall determine the number of Members to be elected at the next Presidential Primary, and the Secretary of said Committee shall give notice of the number to be elected to the State Secretary and to the Republican State Committee on or before February 1st of the year in which they are to be elected. That number shall be the limit as defied by state law.

- C** The Committee may elect Honorary Members from among former Members of The Committee. They shall have all the rights and privileges of Members except the right to vote.
- D** The Committee may, by vote at any meeting, appoint Associate Members. Associate Members shall not have the right to vote, but shall have the right to attend all the meetings of The Committee and to serve on all sub-committees plus whatever additional functions the Chairman may assign to them. All Members of the Town Republican Finance Committee who are not otherwise Members of The Committee shall be Associate Members. All State Committee Members representing The Town shall be Associate Members.

To be eligible to become an Associate Member, a candidate must have attended at least three consecutive meetings of The Committee.

If a vacancy on The Committee becomes available, full members shall be selected from eligible Associate Members who have attended at least two consecutive meetings of The Committee after becoming Associate Members.

(It is suggested that there be appointed at least as many Associate Members as Regular Members, including a balance of men and women, representative of the community, geographically distributed, and Members of all Republican organizations in The Town chartered by the Republican State Committee.)

III ORGANIZATION

- A** The Committee shall within ten (10) days after the 30th day next following the election of its Members, meet and organize by the election of a Chairman, Vice Chairman, Secretary, Treasurer, and other such Officers as it shall determine.

The term of the Officers of The Committee shall be two (2) years and until their successors shall have been elected.

Any Officer of The Committee may be removed from office by a majority vote of those present and voting, a quorum being present, at any regular or special meeting of The Committee, provided, however, that seven (7) days written notice has been sent to all Members that the removal of Officers is to be considered.

- B** The Committee shall keep in close contact with its State Committee Members and shall consult with them first in any matter requiring action by the State Committee Chairman. The Committee shall seek the advice and assistance of its State Committee Members in matters pertaining to registration, getting out the vote and conducting meetings and rallies, especially during the election year. The Committee shall notify its State Committee Members of all meetings and invite them to attend. At the call of the State Committee Members, local Committee Officers shall attend two (2) conferences a year at which time a general discussion of Party problems in their District and the Commonwealth shall be discussed.

The Secretary of The Committee shall, within ten (10) days after its organization, file with the State Secretary, with The Town Clerk, and with the Secretary of the Republican State Committee, a list of the Officers and Members of The

Committee, together with the addresses and telephone numbers of the Officers. Within ten (10) days after the appointment of Associate Members, the Secretary shall similarly file the list of Associate Members. The Secretary shall also file a statement of any changes in the Membership of The Committee which have resulted from vacancies which The Committee filled.

IV OFFICERS

A Chairman

The Chairman of The Committee shall, in addition to the duties required by law, preside at all meetings of the Executive Committee, and direct with the advice of the Executive Committee, the work of The Committee. He shall appoint all sub-committees except as otherwise provided and shall serve as a Member *ex officio* on all sub-committees. He shall employ all necessary assistance subject to the approval of the Executive Committee for the carrying out of The Committee's work, and shall direct the functioning of The Committee and direct the calling of regular meetings of The Committee.

B Vice Chairman

The Vice Chairman shall preside at all meetings of The Committee in the absence of the Chairman, and shall perform all duties and have all powers of the Chairman, in case of the temporary absence or incapacity of the Chairman. The Vice Chairman shall be an *ex officio* Member of the Marketing/Development Committee.

C Secretary

The Secretary shall keep a record of the proceedings of The Committee and of the Executive Committee and shall notify each Member by mail of each meeting of The Committee in accordance with Article IX. The Secretary shall perform all other duties required by law, assigned by the Chairman, or otherwise provided. The Secretary shall be an *ex officio* Member of the Membership Committee and shall keep attendance records.

Duties:

1. Prepare and circulate minutes of meetings of The Committee and the Executive Committee meetings. Minutes shall be mailed to Members prior to the next scheduled meeting.
2. Consulting with the Chairman, prepare and circulate an agenda for each Republican Town Committee meeting and each Executive Committee meeting. The Agenda of each regularly scheduled meeting shall be circulated to Members at least 7 (seven) days prior to the meeting, in accordance with Article IX.
3. The circulated Agenda shall include, as relevant:
 - reading materials or articles and suggestions which will be used at the next meeting, with instructions to read carefully and be prepared to discuss.
 - a request for additional items for the next agenda from each Member, either written or phoned to the Chairman.

- a request that Members have specific questions relative to each item or provide written or verbal comments a minimum of three (3) days prior to the meeting.
- 4. Keep attendance records for each Member's attendance at Executive Committee and Town Committee meetings.
- 5. Working with the Executive Committee and the Republican Town Committee chairman, circulate a newsletter on a regular basis to keep Committee Members apprised of Membership news, local political events, State and Federal Republican events, etc.

D Treasurer

The Treasurer shall have the custody of all funds belonging to The Committee, pay all written orders provided for in the rules, and shall procure and file vouchers for such payment. All orders on the Treasurer shall bear the signature of the chairman. The Treasurer shall submit a report at each regular meeting of The Committee and to the Chairman or Executive Committee at any time when either shall so request. The Treasurer shall be an *ex officio* Member of the Finance Committee.

V MEMBERS

To carry out the duties and responsibilities set out in detail in The Manual of organization prepared by the Massachusetts Republican State Committee, each Member is required to serve on at least one standing committee and to attend meetings of The Committee and his standing committee. The Member is responsible for notifying an officer of The Committee or of his standing committee in the event of inability to attend any of these required meetings. If the Member shall become unable to serve on The Committee for any reason, he is responsible for informing the Chairman in writing of such inability to serve, so that a replacement can be elected. each Member is subject to such other requirements of membership as shall be established each year by the Membership Committee and approved by The Committee by majority vote.

VI COMMITTEES

The Executive Committee shall endeavor to appoint the following standing sub-committees:

A Membership Committee

Shall consist of Members appointed by the Executive Committee. The Secretary shall be an *ex officio* Member of this committee.

It shall be the function of the Membership Committee to:

- elect one of its Members to serve as Chairman at its first annual meeting
- keep up-to-date records of the number of registered and unregistered

- prospective voters in The Town and make regular reports to the Executive Board and Town Committee
- establish membership objectives, requirements and processes, including attendance standards
- identify strategies for fulfilling membership objectives and identifying potential new Members
- initiate and coordinate registration drives
- assist candidates and help coordinate signature drives
- keep in touch with Members of The Committee and track changes in membership (moves, resignations, etc.) to assure full participation in The Committee
- manage special projects associated with membership as established by The Committee at its initial meeting each year or assigned by the Executive Committee
- recommend the amount of (voluntary) dues to The Committee
- collect and record with the Treasurer any dues approved by The Committee.

B Marketing/Development Committee

Shall consist of Members appointed by the Executive Committee. The Vice Chairman shall be an *ex officio* Member of this committee. It shall be the function of this committee to:

- at its first annual meeting elect one of its Members to serve as Chairman
- provide necessary analysis and planning for accomplishing the program goals set up by the Executive Committee.
- establish and maintain a Town Census-based database *to* be utilized by The Committee as needed for programming, marketing, and membership purposes.
- perform publicity for the various functions defined and organized by the Executive Committee, and perform other assigned functions associated with individual programs run by The Committee
- define and organize methods of accessing the various media outlets, such as newspapers and TV, to advance the agenda of The Committee.

C Finance Committee

Note: Massachusetts General Laws, Chapters 52 and 53, prescribe much of the structure of the Finance Committee. The following description was designed to stay within those requirement(s.)

The Finance Committee shall consist of the Finance Chairman, the Treasurer, and at least four (4) additional Members. The Finance Committee shall cooperate fully with and shall work under the supervision and guidance of the Massachusetts Finance Committee. The Chairman of the Finance Committee is to be appointed by The

Committee Chairman with the approval of the Massachusetts Republican Finance Committee Chairman. The Treasurer shall be an *ex officio* Member of this committee.

It will be the function of the Finance Committee to be involved with and oversee all the fund raising projects of The Committee. Funds once raised by the Finance Committee shall be turned over to the Treasurer of The Committee.

VII NOMINATING COMMITTEE

A Nominating Committee shall be appointed and convened by the Executive Committee at least every two years, in time to nominate individuals to run for the position of Republican Town Committee Officers. The Executive Committee may also appoint a Nominating Committee, on an as-needed basis, to assist with filling places on the standing committees, or for other nominating duties as deemed necessary by the Executive Committee.

VIII EXECUTIVE COMMITTEE

The Executive Committee shall consist of the Officers of The Committee and the Chairpersons of the standing committees, total membership not to exceed seven (7). The Chairman of The Committee shall serve as Chairman of the Executive Committee.

Duties of the Executive Committee

1. By January 15th of each year, prepare a yearly calendar of all events, including standing committee events, Executive Committee meetings, Committee meetings, and other planned events of interest or required by the Members of The Committee.

Calendar shall include at a minimum these events:

- a. at least four (4) Committee meetings per year
 - b. at least ten (10) Executive Committee meetings per year.
2. Establish a two-year rotation of elected Officers for The Committee, using the Nominating Committee to present a slate for each Committee election.
 3. Establish and uphold clear definitions of policies of The Committee, including:
 - a. support for State and National Republican candidates
 - b. support for local Republican candidates
 - c. support for programs of State and National Republican Committees
 - d. support and promotion of a Republican alternative philosophy
 4. Determine a time frame not to exceed 90 minutes, procedure and agenda for each meeting of The Committee and the Executive Committee.
 5. Make provisions for brainstorming sessions for The Committee and the Executive

Committee by:

- a. establishing a place and time
- b. appointing a facilitator to enforce time frame and parliamentary procedure
- c. setting up appropriate guidelines for assuring broadest possible participation and effectiveness.

6. Appoint and send representatives from The Committee to conferences on Party issues.

IX. MEETINGS

The Chairman shall direct the calling of not less than four (4) meetings of The Committee and not fewer than ten (10) Executive Committee meetings, plus additional meetings as he deems necessary. A majority of the Executive Committee or any five (5) Members of The Committee may call a meeting of The Committee. Robert's Rules of Order Revised shall determine parliamentary authority. Notice of each regular meeting of The Committee shall be given by mail at least seven (7) days before the date of such meeting to each Member at his last known address. Notice of a special meeting of The Committee shall be given at least forty-eight (48) hours notice in accordance with the Massachusetts Open Meeting Law. Notice of all regular and special meetings of The Committee must be posted in The Town Clerk's office not less than forty-eight hours before such meeting.

In conducting each meeting, the Chairperson shall:

- Announce and maintain the time limits and preside over the meeting in accordance with Robert's Rules of Order Revised.
- Report recommendations of the Executive Committee to The Committee
- Announce items to be considered at each Executive Committee meeting at the preceeding Town Committee meeting and solicit additional items from the floor without discussion.
- End each meeting by announcing date, time frame and partial agenda for the next meeting(s).
- may, if he deems it necessary, appoint a warden to secure the meeting room and ensure the safety of the meeting. The appointed person will call emergency personnel if a life-threatening problem arises.

X. QUORUM

Twenty-five percent (25%) of the authorized membership of The Committee shall constitute a quorum, except that in no case shall less than two (2) Members be considered a quorum. A majority of those present and voting, if a quorum is present, shall be sufficient to pass all routine matters.

XI. POLITICAL ACTIVITY OF MEMBERS

No Member (or Associate Member) of The Committee shall sponsor or endorse any candidate or, otherwise in any way serve the interests of, any political party other than the Republican Party in connection with any partisan election or primary involving or affecting The Town. After candidates in any partisan election involving or affecting The Town shall

have been determined through party primaries or other lawful procedure, every Member (or Associate Member) of The Committee shall give his support to the Republican slate of candidates.

In the event that a Member (or Associate Member) of The Committee finds that he cannot comply with the foregoing standard, then he shall be expected to offer his resignation as above provided, and then in an appropriate case, upon vote of two-thirds of the Members of The Committee present at a meeting duly called and held, The Committee shall call for the resignation of such Member (or Associate Member).

XII ELECTION OF DELEGATES TO PRE-PRIMARY CONVENTION

The Committee shall, upon receipt of notice from the Chairman of the Massachusetts Republican State Committee for the holding of a pre-primary convention, call a meeting for the purpose of electing delegates to such convention. Notice of such meeting shall be given to all Members in accordance with Article IX. Each delegate shall be chosen from the enrolled Members of the Republican Party resident in the Town. The Secretary of The Committee, shall within fourteen (14) days prior to the date appointed for the opening of such convention, notify the Republican State Committee of the names, addresses, and telephone numbers of such elected delegates. No vacancy shall be filled for any reason.

XIII AMENDMENTS

These rules may be suspended without notice by vote of at least $\frac{3}{4}$ (75%) of those present and voting, a quorum being present.

XIV DATE BY-LAWS EFFECTIVE

These By-Laws take effect when adopted by two-thirds vote of those present at a regular Committee meeting or at a special meeting called for the purpose.