

Adams County Republican

BYLAWS REVISED
November 02, 2019

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Adams County Republican Central Committee Bylaws

November 02, 2019

ARTICLE I: NAME

The name of this organization shall be the Adams County Republican Central Committee, also known as the Adams County Republican Committee, hereinafter referred to as ACRC.

ARTICLE II: PURPOSE

Recognizing the fundamental principles of the Republican Party, the primary purposes of the organization shall be to elect Republican candidates to office, to achieve the objectives of the Republican Party at national, state and county levels, and to perform the functions as set forth in the election laws of the State of Colorado and of the United States.

ARTICLE III: POLICY

Section 1: Laws and Bylaws

All applicable provisions of the Colorado Revised Statutes (C.R.S.) and the Colorado Republican State Central Committee Bylaws (CRC Bylaws) shall be a part of these bylaws.

Section 2: Gender

All reference to the masculine pronoun includes the feminine.

Section 3: Candidate Endorsement

No candidate for any designation or nomination for public office shall be officially endorsed, supported, or opposed by the ACRC (acting as an entity) or by its officers or committees, before the Primary, unless such candidate is unopposed in the primary. The following shall **not** be considered official endorsement for purposes of this paragraph:

1. Campaign assistance by members acting in their private capacity or,
2. ACRC potential-candidate vetting, used to confirm a potential candidate's commitment to Republican party ideals/platform.

Section 4: Binders

No one, including any precinct or district organization, auxiliary or group authorized to use the name "**Republican**", has authority to bind the ACRC in any manner unless prior written authorization from the ACRC chairman or his designee is given.

ARTICLE IV: MEMBERSHIP

Section 1: Members' Residency

- A. All members shall reside and be registered as Republicans in Adams County as shown by the voter registration records of the Adams County Clerk and Recorder.
- B. Since all member's eligibility to serve is contingent on certain residency requirements, all members shall report any change of their residential address to the ACRC Secretary within 30 days.
- C. Additionally, all members should report changes to their electronic address to insure that the county party can notify each of meetings.

Section 2: Voting Members

Voting membership shall be composed of the following:

- A. The chairman, vice chairman, and secretary of the ACRC;
- B. The precinct committee persons from each precinct (PCP) and the district captains (DC);
- C. All elected Republican United States senators and representatives in Congress residing in Adams County;
- D. The elected Republican state and county officials, including members of the General Assembly residing in Adams County;

Section 3: Non-voting Members

The non-voting membership shall be composed of and subject to the requirements of Section 1.

- A. Non-voting members shall have all of the privileges, rights and duties of voting members except they may not vote.
- B. Non-voting members of the ACRC shall include:
 - 1. The appointed officers and chairmen of the ACRC standing committees.
 - 2. The presiding county chairman or president of each of the nationally recognized Colorado Republican affiliates.

ARTICLE V: OFFICERS

Section 1: Elected Officers

- A. The elected officers shall be a Chairman, Vice Chairman, Secretary, and District Captains. They shall assume their duties at the close of the organizational meeting and shall serve for a term of two years or until their successors are elected.
- B. The Chairman, Vice Chairman, and Secretary shall be elected by a majority of the voting members of the Central Committee at the Organizational meeting held in accordance with law.
- C. District Captains shall be elected at the biennial Organization Meeting in the manner approved by the ACRC.

Section 2: Appointed Officers

The appointed officers shall be no more than seven Area Coordinators, an Assistant Secretary, a Treasurer, an Assistant Treasurer, Sergeants at Arms, and any other officers deemed necessary by the ACRC, all of whom shall be registered Republicans and reside in Adams County. They shall be appointed by the chairman and shall serve at his pleasure for county party business. The appointed officers, except for Sergeants at Arms, shall be designated within sixty (60) days of the new chairman's election and subject to confirmation by a majority vote of the Executive Committee eligible voters.

Note: Certain "Appointed Officers" named in this section are voting members of the Executive Committee, but none are voting members of the Central Committee (unless they are also otherwise qualified). See Article IV Section 2 and Article IX, Section 1.

Section 3: Duties

A. **Delegate Designees:** As provided for in CRS 1-3-103, and CRC Bylaws Article XVI, and the appropriate Congressional and Judicial District Central Committee Bylaws, the ACRC Chairman, Vice-Chairman, and Secretary shall each appoint their respective "designee" (delegate) to all Multi-County Congressional, Judicial, Senate, and House

District Central Committees in which they are not a resident.

B. The Chairman shall:

1. Be the chief executive officer of the ACRC.
2. Issues the call and presides at all meetings of the ACRC and the Executive Committee and at county assemblies.
3. Observe and enforce the Colorado Revised Statutes, Colorado Republican Committee bylaws (CRC Bylaws) and the ACRC Bylaws and rules.
4. Be custodian of all funds, books, papers, records and proceedings of the ACRC and the Republican County Assembly and report to the Executive Committee when and as the Executive Committee requires.
5. Approve all expenditures made by the Treasurer. All checks over \$1,000 must be co-signed by the Chairman.
6. After assuming office the ACRC Chairman shall appoint Standing and Special Committees and necessary staff members within sixty (60) days.
7. Be ex-officio member of all committees.
8. Following his election, the Chairman shall submit a yearly budget to the Executive Committee by June 15 each year.

9. Plan and organize the Republican County Assembly.
10. Certify the names of the ACRC officers after their election.
11. File ACRC bylaws and rules with the State Central Committee (CRC) as required by Colorado Statutes. File amendments to these bylaws with the State Central Committee as required.
12. Provide a list of caucus locations to the County Clerk and Recorder no later than the date prescribed by law.
13. Instruct the ACRC Secretary to provide the Colorado Secretary of State and the CRC Chairman with a list (names, addresses, phone numbers, and electronic addresses) of officers elected and the membership of the Vacancy Committees following the Organizational Meeting of the ACRC.
14. Provide a list of all Republican candidates in the county (with their post office addresses, zip codes, and telephone numbers) to the CRC Chairman following the designation of those candidates in the County Assembly.
15. Provide a list authenticating all Delegates and Alternates elected by the County Assembly to any State, Congressional, Judicial, Senatorial or Representative Assembly or to any State or Congressional

Convention, specifying the order in which alternates are to be advanced. The chairman shall convey such list to the CRC Chairman and to the appropriate district chairman immediately after the County Assembly.

16. Provide the the CRC Chairman and the County Clerk and Recorder a copy of the list of Precinct Committee Persons (PCPs) ratified at the County Assembly within four days of the assembly.
17. Seek out and encourage qualified Republican candidates to run for elective office in Adams County and to do all things legal and necessary to ensure that Republican have a fair and equitable chance of being elected to office.
18. Be responsible for raising funds for the ACRC operations and activities.

C. The Vice-Chairman shall:

1. Exercise the functions of the Chairman in his absence, during his inability to perform, or at his request.
2. Have one vote on all matters to which the Vice Chair is entitled to vote, per C.R.S.
3. Perform such other county party duties as may be prescribed by the Chairman or by these Bylaws.

D. The Secretary shall:

1. Be the chief clerical officer of the ACRC, and record the official actions taken at all ACRC and Executive Committee proceedings. Reference RRONR 11th ed. Chapter XV §48.
2. File the list of new Officers and Vacancy committee members (see **Article V, Section 3**, B14) to the secretary of state within 30 days of the Organizational meeting. (**C.R.S. 1-3-103 (7)**).
3. Provide to the CRC Chairman and the County Clerk and Recorder a copy of the list of Precinct Committee Persons (PCPs), (see ACRC Bylaws **Article V., Section 3**, B16) ratified at County Assembly within four (4) days of the assembly. (C.R.S. 1-3-102 (2) (a)).
4. Have ready for the convening of each County Assembly a temporary roll of Delegates and Alternates entitled to participate. The roll shall be prepared from the credentials of contested and uncontested Delegates and/or Alternates filed with the ACRC Secretary placed on the temporary roll by the ACRC.
5. Serve as Secretary at all County Assemblies.
6. Prepare and verify all credentials for Delegates and Alternates and their certificates

showing designations made by the County Assembly or convention.

7. Perform other county party duties the Chairman may prescribe.

E. The Assistant Secretary shall:

1. Assume the duties of the Secretary if he is absent or unable to perform.
2. Perform other county party duties the Chairman or Secretary may prescribe.

F. The Treasurer shall:

1. File with the appropriate authorities all statements and reports required by state and/or federal law.
2. Comply with all other applicable state and federal laws.
3. Keep an account of all receipts and expenditures.
4. Establish a checking account and such other accounts as may be authorized, cosign all checks with the chairman, or sign checks as approved by the ACRC Chairman.
5. Be a voting member of the Finance Committee. (See ACRC Bylaws **Article X, Section 2**, C)
6. Perform other county party duties the chairman may prescribe.

G. The Assistant Treasurer shall:

1. Assume the duties of the Treasurer if he is absent or unable to perform.
2. Perform other county party duties the chairman may prescribe.

H. Area Coordinators shall:

1. Serve at the pleasure of the ACRC Chairman;
2. Manage the District Captains, and coordinate with the ACRC Chairman, especially with regard to:
 - a. Caucus and Assembly activities; and
 - b. Planning and coordinating activities of their assigned Precinct Committee People (PCPs) and other Central Committee Precinct Volunteers;
3. Maintain close contact with the campaign committees of all Republican candidates campaigning within their defined area, so as to:
 - a. Facilitate planning of volunteer activities, and;
 - b. Minimize unnecessary duplicative efforts and improve volunteer efficiencies.
4. Recruit replacement volunteers to fill vacancies in District Captain positions within their assigned areas, through the ACRC Vacancy Committee.

I. Each District Captain is expected to:

1. Support the ACRC's Activities by following the directives and instructions of the ACRC Chairman, typically presented to them through their respective Area Coordinator.
2. Provide active leadership to Precinct Committee People (PCPs) and other precinct volunteers within that DC's Group that is positive, effective, and exemplifies the highest standards and principles of the ACRC.
3. Support all Republican candidates, with coordination by their Area Coordinator, by:
 - a. Ensuring training of PCPs in the DC's respective group;
 - b. Helping to organize, train and direct precinct volunteers;
 - c. Recruiting qualified PCPs, both as replacements to fill vacancies through the ACRC Vacancy Committee, and as PCP candidates at the next Caucus;
 - d. Manage and lead PCPs and precinct volunteers in specified campaign activities.
4. Distribute and collect caucus materials as directed by their Area Coordinator.
5. Assist with delegate voting activities during the County

- Assembly and other meetings of the ACRC Central Committee.
6. Serve on the ACRC Executive Committee and commit to attend at least one third (1/3) of the Executive Committee meetings within any contiguous 12 month period following election or appointment.
 7. Conduct other activities as directed by their Area Coordinator.
 8. Failure to perform as itemized in this subsection may be sufficient cause for the ACRC Chairman to request resignation of that DC.

J. The ACRC Vacancy Committee Chairman shall:

1. Monitor status of all ACRC vacancies.
2. Coordinate with members of the Executive Committee in recruiting qualified volunteers.
3. Determine that each proposed nominee for an ACRC office is legally qualified for that position before placing that name (or allowing that name to be placed) into nomination for consideration by the Vacancy Committee.
4. Select members to fill Precinct Committee Person (PCP) vacancies within 10 days after a change in precinct boundaries (C.R.S. 1-3-102 (2)(b)).

Section 4: Removal

- A. Any elected officer or member of the ACRC may be removed from office at any time for whatever cause the ACRC may deem sufficient, by a vote of three-fifths of the membership of the ACRC present and eligible to vote (in accordance with Article IV, Section 2 of these bylaws) at a meeting called for that purpose in accordance with Article VII, Section 2.
- B. Reasons for removal may be, but not limited to, failure to perform their required duties, contributing funds to or openly campaigning for another party, fraudulent voting or violation of Colorado Election Laws.
- C. The action of the ACRC shall be final.
- D. Audit committee members, including the Audit Committee Chairman, may only be removed during their term, by the Executive committee, with cause.

Section 5: Vacancies

- A. A vacancy in an ACRC office shall exist in the event of an officer's ineligibility to hold office, resignation, removal, permanent absence, permanent disability, or death. The Executive Committee shall decide by majority vote whether sufficient evidence exists of permanent absence, or permanent disability.

- B. A vacancy in the office of ACRC Chairman shall be filled according to paragraph C, following, and Article VI of these bylaws. The Central Committee Vacancy Committee shall fill other vacancies in any other elected ACRC office.
- C. Vacancy in the Office of Chairman: The Vice Chairman shall issue the call in accordance with Article VII to all members of the ACRC. This meeting shall be held within thirty days of the call.
- D. Vacancies occurring in any appointive office shall be filled in the same manner as the appointment was originally made.
- E. Vacancies in county public office are filled according to the provisions of Article XIII of these Bylaws.
- D. Bonus members to the State Central Committee, as allocated by the State Central Committee and the ACRC Executive Committee, shall be nominated and elected at the ACRC Organization Meeting. Bonus Members elected to the State Central Committee shall also be considered as elected to the 17th Judicial District Central Committee
- E. Bonus Members (from the ACRC) to each Congressional District Central Committee (CD), as allocated by the State Central Committee, shall be nominated and elected at the ACRC Organization Meeting from within their respective Congressional District.

ARTICLE VI: NOMINATIONS AND ELECTIONS

Section 1: Nominations

- A. Candidates for chairman, vice chairman and secretary shall be nominated from the floor at the organizational meeting.
- B. Nominations for any office shall be made only by members of the ACRC in person.
- C. Candidates for District Captain election shall be nominated and elected from within their respective Area Coordinator Region, when called for by the ACRC Chairman.

Section 2: Election

- A. Officers shall be elected by majority vote using a secret ballot unless there is only one nominee for the office, in which case election may be by voice vote.
- B. If more than two persons are nominated for an office, and after three ballots no nominee has received the required majority vote, then (unless one or more nominees have withdrawn during or following this balloting) the nominee receiving the least votes on the last of the three ballots shall be dropped from all subsequent ballots. The nominee receiving the least votes on each ballot thereafter shall also be dropped from

subsequent ballots, unless one or more other nominees withdraw following such ballot. Balloting shall continue in this manner until a majority vote is cast for one nominee.

ARTICLE VII: ACRC MEETINGS

Section 1: Organizational Meeting

The Organization Meeting of the ACRC shall be held between February 1 and February 15 of the odd-numbered years. (C.R.S. 1-3-102) Its purpose shall be to elect a Chairman, Vice-Chairmen, Secretary, District Captains, two Vacancy Committees (one for ACRC Vacancies, and another for Vacancies in the office of County Commissioner (minimum of five members—see XIII Section 2B)), an ACRC Vacancy Committee Chairman, Bonus Members, and to conduct other business that may properly come before it. (C.R.S. 1-3-103)

Section 2: Other Meetings

Regular or special meetings shall be held:

- A. At a time and place designated by the ACRC; or
- B. Upon the call of the chairman or (in the event of his absence or inability to act) upon the call of the vice chairman or (in the event of an emergency when both chairman and vice chairman are absent) upon the call of the secretary; or

- C. Upon the written request of one-third of the voting members. The meeting shall be called by the chairman within ten days after receipt of such request. If the chairman fails to do so, any voting member may issue the call at the expense of the ACRC. The meeting shall be held within thirty days of the call.

Section 3: The Call

The official call shall be in writing and mailed to the last known address of each member on file or may be sent electronically to last known email address as provided to the ACRC by committee member. The call shall be made no fewer than ten days before the date of the meeting. The call shall state the time and place of the meeting, the business to be conducted.

Section 4: Central Committee (ACRC) Quorums

A quorum for any meeting shall be one-fifth (20%) of the voting members; except that once the presence of a quorum has been established, the departure of members shall not be cause for adjournment.

Section 5: Frequency

Meetings of the ACRC shall be held no fewer than three times during any two year period.

ARTICLE VIII: VOTING AND PROXIES

Section 1: Voting

- A. Voting, with the exception of the election of officers (Article VI), shall be by voice or standing vote unless forty-five or more voting members request a roll call. The roll call shall be taken within the District Captains' Group delegations and the totals announced by Area Coordinator Regions.
- B. A person holding multiple offices shall not be entitled to more than one vote for any given elective position.

Section 2: Proxies

- A. **Declaration.** Any voting member who wants to vote by proxy, shall designate his or her proxy on a written form, which shall be dated, witnessed by another Registered Republican who is not the designee, and submitted to the Chairman before the Central Committee Meeting convenes.
 - 1. All proxies shall apply to only a single, specified Central Committee meeting.
 - 2. An individual designated to cast a proxy vote shall be a registered Republican who shall otherwise be qualified to be a member of the ACRC and attends the meeting in person, and resides in the same precinct

or districts as the designating member.

- 3. Example 1: A PCP in Precinct 104 can't attend the Central Committee meeting tomorrow, but knows what's on the agenda and feels very strongly about an issue to be decided. He properly designates his wife, who is also a registered Republican, living in Precinct 104, to carry his Proxy. That is a valid use of our Proxy vote.
- 4. Example 2: A DC, living in Precinct 245, knows she can't make the upcoming Central Committee meeting, and knows also that her friend, the ACRC Chairman, who lives in the other end of Adams County, in another district, feels very strongly about an issue to be decided, and is counting on her support. She designates the Chairman as her proxy holder (designee). That would not be a valid, qualifying Proxy.
- B. **Absence from Meeting.** A person designated to cast a proxy may vote only if present and if the person designating the proxy is absent from the meeting at the time of the vote.
- C. **Limitations**
 - 1. No person may cast more than one proxy vote.
 - 2. Proxy votes are not allowed at an "Organization Meeting" and may not be cast in any candidate election at any other

Central Committee meeting at any time.

ARTICLE IX: EXECUTIVE COMMITTEE

Section 1: Membership

- A. The voting members of the Executive Committee shall be the Chairman, Vice-Chairmen, Secretary, Treasurer of the ACRC, the Area Coordinators, and the District Captains. In addition, the officers of Senatorial and Representative District Central Committees, and all elected federal, state, and county Republican officials are voting members of the ACRC Executive Committee if they reside within Adams County.
- B. Non-voting members of the executive committee shall be the assistant secretary, and assistant treasurer, chairmen of the ACRC Standing Committees, and the presiding Chairman or President of nationally recognized Colorado Republican affiliates.
- C. Voting by proxy is not allowed in any Executive Committee meeting.

Section 2: Duties

The duties of the executive committee shall be to:

- A. Serve as an advisory committee to the chairman, and to perform other functions as prescribed in these bylaws or by the chairman.

- B. Ratify the budget by July 1, of each odd-numbered year.
- C. Decide by majority vote if sufficient evidence exists to declare a vacancy in an office because of permanent absence or permanent disability.
- D. Hear and determine party controversies (other than delegate contests) subject to review of the ACRC.

Section 3: Meetings

- A. Regular meetings shall be held no fewer than four times a year. A regular meeting location, date and time shall be set at the first meeting of the new term. The chairman may, at his discretion, call a regular meeting at another location, date or time. At least five days notice shall be given.
- B. Special meetings may be called by the chairman or shall be called at the written request of one-third of the members of the executive committee. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least five days notice shall be given.
- C. Meetings may be open but shall go into executive session at the discretion of the chairman or by majority vote of the members present and voting.

Section 4: Executive Committee Quorums

A quorum for any meeting shall be one-fifth (20%) of the voting members; except that once the presence of a quorum has been established, the departure of members shall not be cause for adjournment.

ARTICLE X: COMMITTEES

Section 1: Appointments

Standing and special committees shall be appointed by the ACRC Chairman. The executive committee and ACRC may request the chairman to appoint additional committees. All standing committees may include two alternates.

Section 2: Standing Committees

The Standing committees shall be, but not limited to:

A. The **audit committee** shall be composed of three members, none of whom shall be a county party officer. The committee shall provide for an annual audit of the books of the ACRC, shall review the audit report, and shall report the results of the audit to the next meeting of the executive committee. The committee shall report all audits since the last organizational meeting to the ACRC at its next organizational meeting. It shall also audit the books at any other time requested by the executive committee. Upon request of the chairman or a

majority of the executive committee, audits may be conducted by an independent certified public accounting firm and reviewed by the audit committee.

- B. The **bylaws committee** shall be composed of no fewer than three nor more than five members. It shall review all proposed amendments and make recommendations to the ACRC. It shall also notify the ACRC of mandatory changes required by changes in the election laws. It will recommend rules and procedures pertaining to the operations, meetings and assemblies/conventions of the ACRC. ACRC members may propose amendments at any regular ACRC meeting. The Bylaws committee shall review the proposed amendment and make recommendations to the ACRC at the next scheduled ACRC meeting.
- C. The **finance committee** shall oversee all fund-raising programs. The number of members shall be at the discretion of the chairman.
- D. The **training committee** shall be composed of no fewer than three members and shall be responsible for preparing and administering training to Precinct Committee People, District Captains, Caucus Leaders, and Poll Watchers and any other persons as requested by ACRC Chairman.

E. The **Independent Expenditure Committee (IEC)** shall be managed by an Executive Director and a management committee of not less than three, and not more than seven **non-compensated** committee members appointed by the ACRC Chairman to a fixed term of two years. This committee shall be governed by the rules set forth in Appendix A of these bylaws.

Section 3: Special Committees

Special committees will be, but not limited to:

- A. The **credentials committee** shall be composed of no fewer than three members. It shall initially review credentials of ACRC members and proxies at each ACRC meeting. At the request of the chairman, executive committee, or the ACRC it shall investigate any party controversy (other than delegate contests) and report thereon to the ACRC or executive committee, with its recommendations.
- B. The **rules committee** shall be composed of no fewer than three members. The committee will draft proposed rules for assemblies, conventions and other meetings as directed by the ACRC chairman.
- C. The **resolutions committee** shall be composed of no fewer than three members. The number of members greater than three shall be at the discretion of the chair.

The committee shall review all resolutions submitted in accordance with Articles XI and XII and make recommendations to the chairman and county assembly or convention.

- D. The **strategic planning committee** shall be composed of no fewer than three members. The number of members greater than three shall be at the discretion of the chair. The committee shall provide guidance and recommendations on key issues, including but not limited to; ACRC Central Committee policies and internal objectives, budget development and management, political strategies and external objectives and resource allocations, including volunteer and financial allocations, for use in planning by the ACRC Chairman, ACRC Executive Committee, and all other ACRC officers and committees.

Section 4: Standing/Special Committee Quorums

The quorum for any standing or special committee shall consist of those members present provided that notice has been given to all members no fewer than seven days before the meeting.

ARTICLE XI: PRECINCT CAUCUSES

Section 1: Procedures

Precinct caucuses shall be held the first Tuesday in March (unless the State Central Committee elects to have it the Saturday following a presidential primary) and conducted in accordance with Colorado Revised Statutes as amended (CRS 1-3-102).

Section 2: Election Judges

Any precinct committee person, district captain or ACRC officer may recommend persons to be election judges and poll watchers.

Section 3: Resolutions

Before any resolution may be considered by the caucus, it shall be submitted in writing. Resolutions to be forwarded to the county assembly or convention shall be approved by majority vote, then forwarded to the resolutions committee of the assembly or convention within two days following the caucus.

Section 4: Election of Delegates and Alternates

- A. Each precinct caucus will elect NOT more than the number of delegates and alternates to higher assemblies or conventions that the ACRC Executive Committee has apportioned for each precinct.
- B. Delegates and Alternates elected at Precinct Caucuses may be elected for only the Adams County Republican County Assembly, or, may be elected to one or more

higher assemblies, as determined by the ACRC Executive Committee.

- C. The combined list of all Delegates and Alternates elected within Adams County Republican Precinct Caucuses is subject to ratification by the Adams County Republican Assembly.
- D. Each Delegate and Alternate elected at each Precinct Caucus must pay the fee(s), as determined by the ACRC Executive Committee, for each assembly or convention to which elected before leaving the caucus, or that Delegate / Alternate shall be deemed to have resigned his Delegate / Alternate position(s) and those may be filled by an appropriate Alternate.
- E. If candidates for election to higher assemblies are required to declare their candidacy and then pay a fee for that declaration before leaving the caucus, as determined by the ACRC Executive Committee, then failure to pay may be deemed to indicate revocation of that declaration.

ARTICLE XII: ASSEMBLIES AND CONVENTIONS

Section 1: Time and Place

A county assembly and/or convention shall be held no later than twenty-five (25) days after the precinct caucuses. If the precinct caucuses are held on the first Tuesday in February (for a

presidential election year) the county assembly of the political party shall be held not less than fifteen days nor more than fifty days after precinct caucuses.

(C.R.S. 1-4-602 (1)(a)(I))

- A. The ACRC or county Executive Committee shall fix the number of delegates to participate in the county assembly pursuant to the procedure for the selection of delegates contained in the state party central committee's bylaws or rules.
- B. The call for the county assembly and/or convention shall include (in addition to the time, place and purpose) a statement of the number of delegates to be elected to the state and multi-county district assemblies and conventions.
- C. At the request of the chairman of any legislative district lying wholly within the county, the call for the county assembly and/or convention shall include the call for the assembly of such district.
- D. The county assembly or convention shall elect from among its members all delegates to every state or congressional assembly and/or convention, to any multi-county senatorial or representative assembly and/or convention, and to every judicial assembly and/or convention. However, nothing shall prevent the county from electing its delegates from election districts, and any delegate elected by his district shall be deemed properly elected by his county

assembly or convention unless the county assembly or convention votes to overturn or negate such district election.

- 1. "Members" of the county assembly and/or convention shall mean all delegates and alternates to the county assembly and/or convention elected at the precinct caucuses (whether or not present and voting at the county assembly and/or convention) provided that an alternate may vote only when a delegate is absent.
 - 2. A delegate who arrives at an assembly and/or convention after an alternate has been seated in their place shall be ineligible to serve as a delegate.
 - 3. A delegate who moves from his precinct shall be ineligible to serve as a delegate from that precinct. (C.R.S. 1-4-602)
- E. The county assembly shall ratify the list of precinct committee-persons (PCPs). The chairman and secretary shall file a certified list of the names and addresses, by precinct, of those persons elected as precinct committee persons with the county clerk and recorder within four days after the date of the county assembly. (C.R.S. 1-3-102)
 - F. The ACRC Chairman will appoint sergeants at arms.

Section 2: Resolutions

Before any resolution may be considered by the county assembly or convention, it shall be referred to the resolutions committee of such body. Resolutions received from county precincts in accordance with Article XI shall be considered by the resolution committee. All other resolutions to be proposed shall be filed with the ACRC chairman no fewer than thirty days before the assembly or convention convenes.

Section 3: Nominations

- A. No candidate shall be designated by assembly for the Republican primary election ballot unless he shall have been affiliated as a Republican for at least two months preceding the date of the caucus and is otherwise qualified for office under the law. (C.R.S. 1-3-102)
- B. Nominations shall be accepted for those candidates who have advised the presiding chairman of their intent to seek office and who are able to prove they meet all qualifications for the elected office as required by law. (C.R.S. 1-4-501)

Section 4: Voting

- A. No proxies shall be allowed or recognized in any assembly or convention. Any vacancy shall be filled by an alternate present, selected from the list of alternates

by numerical order, beginning with the first alternate.

- B. What is commonly known as the "unit rule," by which the entire vote of a delegation is cast according to the majority vote within that delegation, shall not be enforced nor adhered to. Cumulative voting shall not be permitted.
- C. What is commonly known as fractional or proportional voting shall not be permitted.
- D. Any delegate to any congressional, judicial, senatorial or representative assembly or any state or congressional convention shall have the right to demand of his delegation and have entered a roll call of his county's delegation upon any disputed vote.

Section 5: County Assembly Quorums

The quorum at the county assembly and/or convention shall consist of those delegates present.

Section 6: Authority

From the convening of the county assembly and/or convention until its final adjournment, such body shall have the power to determine controversies about both the regularity of the party organization within the county and the right to use the party name. It may also provide rules that shall govern the ACRC in determining such controversies. (C.R.S. 1-3-106)

Section 7: Party Affiliation

Affiliation as a Republican shall be as shown on the registration books of the county clerk and recorder.

Section 8: Rules

The rules of the last county assembly and/or convention shall be the temporary rules of the next county assembly and/or convention and its committees until duly amended in accordance with these bylaws.

ARTICLE XIII: VACANCIES

Section 1: Vacancies in Designation and Nomination

- A. Designation of candidates for inclusion on the Primary Election Ballot may be made by the appropriate designating assembly. That Assembly may also select a specific Vacancy Committee which may fill any vacancy occurring in the designations up to 68 days prior to the Primary Election or such other period as provided by state law. When a vacancy by a Designee occurs, this Vacancy Committee may select a person who meets the candidate qualifications as of the date of the assembly that made the original designation. (C.R.S. 1-4-1002(1)).
- B. The appropriate designating assembly may also select a second specific Vacancy Committee to fill

a vacancy in designation occurring during the 67 days before the Primary Election as provided for in subsection A, except that the candidate need only meet qualifications as of the date of the Primary Election.

- C. Any vacancy in nomination occurring after the day of the Primary Election and more than eighteen days before the General Election may be filled by a third specific Vacancy Committee selected for that purpose by the respective assembly vacancy committee of the district or county, as appropriate, with the following conditions prescribed by CRS 1-4-1002(9)
1. The Chairman of the District Central Committee which selected the vacancy committee, must provide written notice to those Vacancy Committee members announcing the time and location of the meeting mailed at least five days prior to such meeting.
 2. The Vacancy Committee shall certify its selection to the Secretary of State within seven days from the date the vacancy occurs.
 3. The Vacancy Committee, by a majority vote shall select a person who meets all of the requirements of candidacy as of the date of the primary election.
 4. A quorum shall consist of not less than one half of the voting

membership of the vacancy committee. **NOTE:** Because the time frame for replacement of a candidate may be extremely short, this statutory provision makes selection of candidate Vacancy Committees very important, in that they must expeditiously convene on short notice.

5. No member of the vacancy committee may vote by proxy.
- D. Any vacancy in nomination occurring less than 18 days before the general election need only be filled if the vacant Republican candidate wins the election, in which case the vacancy shall be filled according to CRS 1-12- 203 within 30 days after the date of the general election.

Section 2: Vacancies in County Public Office

- A. Vacancy Committees shall be elected by the ACRC. If the ACRC fails to select a vacancy committee as provided in C.R.S. 1-3-103, then a vacancy committee shall be selected or constituted according to the provisions of the appropriate subsections of section 4 of this Article.
- B. A County Commissioner Vacancy Committee, of not less than five (5) members shall be elected by the ACRC for the specific and only purpose of filling vacancies in the office of County Commissioner

(CRC Art. XIV Section D1 & C.R.S. 1-12-206.

Section 3: Vacancies in ACRC Membership and Offices

An ACRC Vacancy Committee shall be composed of not less than five members elected at the odd year ACRC Organizational Meeting. They shall meet, as a minimum, on days selected for ACRC regular meetings and shall fill Precinct Committee Person (PCP) vacancies with qualified volunteers from the respective precincts. Additionally, they shall fill vacancies for offices (not to include chairman) held by members of the Central Committee, including Bonus Members to respective CRC, Judicial and Congressional Districts. See Vacancy Committee Chairman duties in Article V, Section 3J.

Section 4: Failure To Select A Vacancy Committee

If any district designating assembly within Adams County fails to select a Vacancy Committee, that district's Vacancy Committee shall be selected or constituted as follows:

- A. The ACRC shall elect a vacancy committee of not less than five and not more than eleven members. If the ACRC fails to do so;
- B. The ACRC Executive Committee shall elect a vacancy committee of not less than five members. If the ACRC Executive Committee fails to do so;

- C. The ACRC Chairman may appoint a vacancy committee of not less than five members.
- D. In County Commissioner districts the vacancy committee shall be constituted as for a vacancy in office in accordance with C.R.S. 1-3-103(1)(c), and 1-12-206.

ARTICLE XIV: PARLIAMENTARY AUTHORITY

ROBERT'S RULES OF ORDER
 NEWLY REVISED current edition shall govern the ACRC whenever they are applicable and not inconsistent with these bylaws or the Colorado Revised Statutes.

ARTICLE XV: AMENDMENT OF BYLAWS

Section 1: Procedure

These bylaws may be amended at any Central Committee meeting by a majority vote provided that the proposed amendment is made available for review no fewer than ten days before that meeting in any odd numbered year. (C.R.S. 1-3-103)

Section 2: Special Procedure

If previous notice was not given in the call, unanimous consent of all ACRC members present (in person or by proxy) must be obtained before an amendment may be offered. Amendments under this section shall

be passed by a three-fourths vote of the members present (in person or by proxy) and can only be done in an odd numbered year. (C.R.S. 1-3-103)

Section 3: Filing of Amendments

All amendments shall be filed with the Secretary of State and the Colorado Republican Committee with in ten days of adoption. Amendment document shall show the date passed and by what percent.

CERTIFICATION

We the under signed hereby certify the Adams County Republican Central Committee of Colorado ratified the forgoing bylaws on November 02, 2019.

JoAnn Windholz
 Chairman, Adams County Republican Central Committee

Douglas Woody
 Secretary, Adams County Republican Central Committee

APPENDIX A: Independent Expenditure Committee (IEC)

Section 1: Introduction

The Independent Expenditure Committee (IEC), is a Standing Committee of the Adams County Central Committee that administers campaign contribution fund that is separate and segregated from the Adams County Republican Committee (ADCO), a Colorado unincorporated nonprofit association and political party committee organized under Colorado law and the rules of the Adams County Republican Party. The IEC is registered with the Colorado Secretary of State as an “Independent Expenditure Committee” for reporting and compliance purposes pursuant to Colorado Revised Statutes 1-45-107.5 and other applicable provisions of the Fair Campaign Practices Act and Colorado law.

Section 2: Standing Rules

The following Standing Rules shall govern and restrict the activities of the Adams County Republican Party Independent Expenditure Committee (hereafter, “IEC”), its officers and members:

A. IEC Membership and Term:

The IEC shall be managed by an executive director and a management committee of not less than three and not more than seven (non-compensated) persons, appointed by the Adams County Chairman to a fixed term of two years pursuant to Article X, Section 2, paragraph E of the Bylaws of the Adams County Republican Central Committee.

B. Removal and Vacancies:

The Adams County Chairman may only remove the executive director or any member of the independent management committee for cause, such as fraud or malfeasance, upon the recommendation of a majority of the remaining members of the management committee. If the executive director or a member of the management committee resigns or is removed for cause prior to the end of their term, the Adams County Chairman may appoint a replacement to fulfill the remainder of the unexpired term.

C. Executive Director Management:

The affairs and operations of the IEC shall be managed by the management committee. Notwithstanding the foregoing provision, the management committee may delegate its authority to an executive director or to such officers, managers or authorized agents as it shall deem desirable from time to time in order to effectively and properly carry out the necessary business and operations of the IEC. The delegation thereto of authority shall not operate to relieve the

management committee, or any individual member of the management committee, of any responsibility imposed upon it, her, or him by virtue of their office.

D. Budget and Expenses:

The management committee shall approve an operations and independent expenditure budget and shall authorize or ratify any and all expenditures in excess of ten thousand dollars or contract obligating such expenditures.

E. Committee Independence:

The management or development of any of the plans, projects, activities, or expenditures of the IEC will be conducted independently of any candidate, agent of any candidate, candidate committee, officer, official, staff member or authorized agent of the Adams County Republican Executive Committee, including the County Chairman. In every respect, the IEC will strictly operate within the framework defining “coordination” established by Rule 1.4 of the Rules Concerning Campaign and Political Finance promulgated by the Colorado Secretary of State at 8 CCR § 1505-6, and in accordance with the legal definitions of “contribution” and “independent expenditure” in Article XXVIII, § 2(5) and (9) of the Colorado Constitution and applied under relevant provisions of Colorado law.

1. **Consultants or Vendors Common to IEC and Candidate/Political Party:** With the exception of an attorney, accountant, or bookkeeper who may provide services within the scope of his or her profession, the IEC will not retain or utilize any common consultant or common vendor with the Adams County Republican Central Committee or with any Republican candidate for public office that will be the beneficiary of any expenditure by the IEC, unless the common consultant or common vendor places effective barriers (i.e., “firewalls”) to prevent the transmission of non-public information between the IEC and the Adams County Republican Central Committee and any and all Republican candidates or candidate committees.
2. **ADCO Voting Membership Prohibited:** Neither the executive director, nor any member of the management committee, shall hold any office or position within the regular political party organization of the Adams County Republican Party during the term of their appointment as executive director or a member of the management committee.
3. **Delegate Election Prohibited:** Neither the executive director, nor any member of the management committee may serve as a delegate to any Republican assembly or convention where any Republican candidate is to

be nominated or designated to the primary election ballot. With the exception of participating at a Republican precinct caucus meeting or voting in a Republican primary election, neither the executive director nor members of the management committee may participate in the nomination or designation of any Republican candidate for public office.

4. **Candidate Campaign and Political Party Participation Limitations:**
The executive director and management committee shall be **prohibited** from:

- a. Actively participating on the campaign committee or on the finance committee of any candidate for public office that will be the beneficiary or any independent expenditure made by the IEC in the current election cycle.
- b. Soliciting or receiving any non-public information from any candidate for state or local public elective office or from any candidate committee or from any agent of such candidate seeking election in the current election cycle regarding that candidate's campaign strategy, plans, projects, activities, or needs.
- c. Consulting with or soliciting or accepting any direction from any candidate for state or local public elective office or from any candidate committee or from any agent of such candidate seeking election in the current election cycle with respect to the development, creation, production or dissemination of any independent expenditure or electioneering communication paid for by the IEC.
- d. Soliciting or receiving any non-public information concerning the campaign strategy, plans, projects, activities, or needs of the Adams County Executive Committee or of any political party committee affiliated with the Adams County Executive Committee at the district or local level. The executive director and members of the management committee are expressly prohibited from consulting with or soliciting or accepting any direction from any officer, agent or committee of any political party committee affiliated with the Adams County Executive Committee with respect to the development, creation, production or dissemination of any independent expenditure or electioneering communication paid for by the IEC. Officers, agents and committees of any political party committee affiliated with the Adams County Executive Committee will be expressly prohibited from making any such requests or suggestions to the executive director or to any member of the management committee.

5. The executive director and management committee shall **not** be prohibited from:
 - a. Attending public events and/or fundraising events at which candidates for public office may appear and/or speak.
 - b. Contributing in their personal capacity to any political party committee, political committee, issue committee, or candidate for public office or an office in a political organization.

F. Donations and Contributions Limitations:

1. **For State and Local Elections Only:** The IEC is permitted to accept contributions, expend funds, and make independent expenditures and electioneering communications to support and influence the election of Republican candidates; for public office, or an office in a political organization at the state and local level ONLY, but is **prohibited** from accepting any contributions or making any expenditures that refer to any candidate for federal office, or are designed or intended to influence the election of any candidate for federal office.
2. **Prohibited as a PAC:** The IEC is prohibited from accepting any contributions or making any expenditures that would cause the IEC to be treated as a political committee, issue committee, or as federal political committee (federal PAC) under applicable Colorado or federal law.
3. **Contribution Sources:** Contributions to the IEC will be solicited from legal entities and persons that are permitted to contribute to independent expenditure committees under Colorado law.

G. Solicitation Restrictions:

Contributions may be solicited by the executive director, the IEC, or by other authorized agents of the IEC, including professional fundraisers and fundraising consultants. Contributions to the IEC may also be solicited by the Adams County Chairman, or by other authorized agents or representatives of the Adams County Republican Central Committee.

H. Fund Management:

Funds received will be deposited into one or more designated bank accounts at a bank or branch of a bank located in Adams County. While the Adams County Chairman and certain representatives of the Adams County Republican Executive Committee may be authorized to make deposits into the IEC account and view current account balances for auditing and compliance purposes, the only persons authorized to sign checks, authorize transfers, or obligate or expend any funds of

the IEC shall be the IEC executive director and one or more members of the management committee or their designated and authorized agents.

I. Political Advertisements:

In addition to any other applicable requirements provided by law, any communication that is broadcast, printed, mailed, delivered, or otherwise circulated by the IEC that constitutes an independent expenditure shall include in the communication a statement that the communication has been “Paid for by the Adams County Republican Party Independent Expenditure Committee” and shall satisfy all applicable requirements promulgated by the Colorado Secretary of State and/or the Federal Communications Commission for size, duration, and placement of the disclaimer.

J. Disclosure and Reporting:

The IEC will fully comply with all disclosure and reporting requirements mandated by C.R.S. § 1-45-107.5 and other applicable provisions of Colorado campaign finance law, and will assist donors to the IEC to fulfill their reporting requirements under the independent expenditure statute. At the request of any contributor to the IEC, the IEC and/or any of members, officers and agents may be appointed to serve as an agent of such contributor to file the necessary reports to disclose the donation to the Colorado Secretary of State as required under C.R.S. § 1-45-107.5 (9)(a) on behalf of such contributor.

K. Pre-primary Neutrality:

The IEC will abide by the requirement of pre-primary neutrality set forth in Article III, Section C of the Colorado Republican Committee Bylaws which provides that “No candidate for any designation or nomination for partisan public office shall be endorsed, supported, or opposed by the CRC, acting as an entity, or by its state officer or committees, before the Primary Election, unless such candidate is unopposed in the Primary Election.”

L. Parliamentary Authority

The rules in the current edition of Robert’s Rules of Order, Newly Revised shall govern the IEC in all cases to which they are applicable and not inconsistent with these Standing Rules, any special rules of order adopted by the management committee, the Bylaws of the Adams County Republican Central Committee or the laws of the State of Colorado. Should any provision of these Standing Rules be in conflict with any provision of the Bylaws of the Adams County Republican Central Committee, Colorado Republican State Central Committee, with any local, state, or federal law, or with any rule of the Republican National Committee, then the portion in conflict shall be deemed inoperative and ineffective to the extent of such prohibition without invalidating any of the other provision or portions thereof.