

Ninth Congressional District Republican Committee of Virginia Plan of Organization

ARTICLE I - Name

The name of this organization shall be "Ninth Congressional District Republican Committee of Virginia," hereinafter called the "District Committee" or "the Committee." Additionally, the informal name of "Virginia's Ninth Congressional District Republican Committee" may be used to refer to the organization.

ARTICLE II - Organization

The District Committee is organized under and governed by the "Plan of Organization of the Republican Party of Virginia" (the "State Party Plan"). No action of the District Committee shall conflict with the State Party Plan, as amended from time to time. To the extent that there shall be a conflict, the provisions of the State Party Plan shall prevail.

ARTICLE III - Objectives

Section A. Support of Republican Party of Virginia Creed

The Ninth Congressional District Republican Committee does hereby declare that it fully supports and endorses the Creed of the Republican Party of Virginia.

Republican Party of Virginia Creed

WE BELIEVE:

That the free enterprise system is the most productive supplier of human needs and economic justice,

That all individuals are entitled to equal rights, justice, and opportunities and should assume their responsibilities as citizens in a free society,

That fiscal responsibility and budgetary restraints must be exercised at all levels of government,

That the Federal Government must preserve individual liberty by observing Constitutional limitations,

That peace is best preserved through a strong national defense,

That faith in God, as recognized by our Founding Fathers is essential to the moral fiber of the Nation.

Section B. Purpose

The purpose of the District Committee is to promote and promulgate the principles of the Republican Party, to encourage qualified candidates to run for public office, to assist in electing Republican candidates to public office, to assist generally the members composing the units served by the District Committee, and to assist elected Republican officials in the execution of their responsibilities.

ARTICLE IV - Membership and Voting Rights

Members of the District Committee must reside within and be registered voters of Virginia's Ninth Congressional District throughout their terms on the Committee.

No member of the Committee shall be entitled to more than one vote on any matter. An individual who serves as both a unit chairman and member of the State Central Committee or District Chairman shall adhere to Article VI, Section H of the State Party Plan.

Voting membership on the District Committee shall consist of and be restricted to the following:

- (1) District Chairman;
- (2) Chairman of each Unit located wholly or in part within the District, or his or her designee when the Unit Chairman does not reside in the District;
- (3) Members of the State Central Committee elected by the Quadrennial District Convention, unless deprived of voting rights by the Biennial District Convention;
- (4) Members of the State Central Committee elected by the District Committee by virtue of the District having cast its plurality vote for the Republican Presidential nominee in the last preceding Presidential election and/or the District being represented by a Republican Member of the United States House of Representatives , unless deprived of voting rights by the Biennial District Convention;
- (5) Other Members of the State Central Committee residing in the Ninth District who are elected to a statewide or regional SCC voting position, unless deprived of voting rights by the Biennial District Convention.
- (6) Ninth District Representative of the Virginia Federation of Republican Women;
- (7) Ninth District Representative of the Young Republican Federation; and
- (8) Ninth District Representative of the College Republican Federation.

As used in these Bylaws, "member of the District Committee" shall mean a voting member of the District Committee.

ARTICLE V - Nonvoting District Committee Officers

Section A. Elected Officers

1. Election - The District Committee Officers shall be elected by the District Committee at the first meeting following the Biennial District Convention to serve until their successors are elected at the first meeting following the next Biennial District Convention.
2. Removal - A District Committee Officer may be removed from office for cause by a two-thirds vote of the members of the District Committee, after notice and opportunity to present a defense as set forth in the State Party Plan.
3. Vacancies in Elected Offices - Vacancies in any District Committee Office shall be filled by a vote of the members of the District Committee at the first meeting following the occurrence of the vacancy in which notice of the intent to fill the vacancy has been included in the call of the meeting. The District Chairman may make an interim appointment to an office until the District Committee fills the vacancy.

4. Voting - An officer shall not enjoy voting rights unless he or she is entitled to vote as a member of the District Committee. With the exception of the right to vote, District Committee Officers may participate fully in District Committee meetings, including, but not limited to, making of motions and participation in discussion.
5. District Committee Officers shall be:
 - (1) First Vice-Chairman;
 - (2) District Secretary
 - (4) District Treasurer;
 - (5) All Regional Vice-Chairmen

Section B. Other Officers

The District Chairman may appoint a Legal Counsel, Parliamentarian, Communications Director, Training Coordinator, and Candidate Development Coordinator, and shall fill all other offices as the District Committee may create. The officers appointed under this section shall serve exclusively at the pleasure of the District Chairman. Unless an officer is also a member of the Committee, officers appointed under this section shall not have the right to participate in meetings of the District Committee except to make reports and render advice as called for by the District Chairman or the Committee.

ARTICLE VI - Duties of District Committee Officers

Section A. District Chairman

The District Chairman shall be responsible for the general execution and implementation of the programs and policies of the District Committee, commensurate with achieving the goals of the State Party Plan and the Committee. In addition, the District Chairman shall:

1. Call mass meetings, party canvasses or conventions in accordance with the State Party Plan and preside over the same until a temporary organization is effected;
2. Represent the District Committee on the State Central Committee and the Executive Committee of the Republican Party of Virginia;
3. Convene the District Committee as required under Article VIII, Section 1 of the State Party Plan;
4. Appoint two qualified persons to make an annual review of the books and financial records of the District Committee at the end of each fiscal year or whenever there is a change in the person holding the office of Treasurer, which persons shall report to the District Committee at the next meeting following his/her appointment; and
5. Carry out such duties as are set forth in these by-laws and the State Party Plan.

Section B. First Vice Chairman

The First Vice Chairman shall assume the duties of the District Chairman during the disability or absence of the District Chairman. The First Vice Chairman shall perform other duties as instructed by the District Chairman.

Section C. Secretary

The Secretary shall keep the minutes and other official records of the District Committee, shall keep attendance records, shall advise District Committee members when they have been absent, or have not been represented by a proxy, at two consecutive meetings, and shall assist the District Chairman with official correspondence and the filing of documents.

The Secretary shall keep proper records, which are to be open to inspection by any member of the District Committee at all reasonable times, and upon reasonable notice. The Secretary, upon leaving office for any reason, shall deliver all official records of the District Committee in his possession to the incoming Secretary or the District Chairman.

Section D. Treasurer

The Treasurer shall receive and disburse all funds, shall submit a written report of financial transactions and condition at each District Committee meeting, and shall file all required federal and/or state campaign finance reports.

The records of the District Treasurer shall be subject to review per Article 6, Section A, Part 4.

The Treasurer shall be authorized to disburse funds under the following conditions:

1. In accordance with an annual budget prepared by the Finance Committee and approved by the District Committee at a regularly called meeting, provided adequate funds are on hand to meet any priority obligations as established by such a budget;
2. By authority of the District Committee at a duly called meeting, provided a source of funds to meet other obligations is clearly identified;
3. Upon the authority of the District Chairman, the Treasurer shall also have the authority to make necessary and reasonable expenditures between each meeting of the District Committee. Such expenditures must be ratified at the next District Committee meeting.
4. The Treasurer and the District Chairman are empowered to open bank accounts in the name of the Ninth Congressional District Republican Committee of Virginia and make deposits to and withdrawals from such accounts in accordance with these Bylaws; and
5. The Treasurer shall keep proper records, which are to be open to inspection by any member of the District Committee at all reasonable times, and upon reasonable notice. The Treasurer shall deliver all official records to the person as stipulated in Article 6, Section A Part 4 within ten days from the Treasurer's leaving office.

ARTICLE VII. - District Committee Regions and Regional Vice-Chairmen

Section A. Administrative Regions

For administrative purposes, the Ninth Congressional District shall be divided into five (5) regions as follows:

- (1) Region I – Alleghany, City of Covington, Craig, Roanoke County (partial), City of Salem;
- (2) Region II – Bland, Floyd, Giles, Montgomery, City of Radford, Pulaski;
- (3) Region III – Carroll, City of Galax, Grayson, Henry County (partial), Patrick, Wythe, Martinsville,
- (4) Region IV – Buchanan, Dickenson, Tazewell, City of Norton, Wise; and
- (5) Region V – City of Bristol, Lee, Scott, Smyth, Washington, Russell.

In the event a county or city, or a portion thereof, is added or removed from being a part of the Ninth Congressional District by action of law, the District Chairman is authorized to adjust the listing of units making up specific regions until the District Committee acts to amend this section, as appropriate, for the effectiveness of the operations of the administrative regions.

Section B. Regional Vice-Chairmen

1. Each region shall be within the purview of a Regional Vice-Chairman, who shall reside within the designated region throughout his or her term.
2. The primary responsibilities of the Regional Vice-Chairman shall be:
 - a. Provide consultative assistance to the Units within his or her region;
 - b. Serve as a liaison between the Units and the District Chairman and Committee;
 - c. To discharge such other duties as may be assigned by the District Chairman or the District Committee.

ARTICLE VIII - Standing and Special Committees

Section A. Finance Committee

There shall be a standing committee, known as the Finance Committee. The committee will consist of one (1) Chair and four (4) members. The chairman and members of the Finance Committee shall be appointed by the District Chairman. The Finance Committee shall prepare an annual operating budget for approval by the District Committee at the last meeting of the calendar year. This committee shall also propose and conduct fundraising activities as directed by the District Committee.

Section B. Executive Committee

1. Membership
There shall be a standing committee, known as the Executive Committee. This committee shall consist of the following:
 - (1) District Chairman, who shall serve as chair of the Executive Committee;
 - (2) First Vice-Chairman;
 - (3) Members of the State Central Committee from the Ninth District.
 - (4) The Regional Vice-Chairmen;
 - (5) District Secretary;
 - (6) District Treasurer;
 - (7) Chairman of the Finance Committee
2. Meetings
 - a. The District Chairman may call a meeting of the Executive Committee with at least seven (7) days' notice provided to the members of the Executive Committee by mail, electronic mail or telephone.
 - b. A majority of the voting members of the Executive Committee shall constitute a quorum for the transaction of business.
 - c. Members of the Executive Committee may be represented in official meetings by proxies, provided however that the proxy holder is a member of the District Committee.
3. Authority
The Executive Committee shall be responsible for:

- a. Advising the District Committee on all matters of concern to the Ninth Congressional District Republican Committee;
- b. Making recommendations to the District Committee as to matters of policy and as to the priority of such matters;
- c. Implementing the recommendations and decisions of the District Committee; and
- d. Facilitating the procedure and work of the District Committee meetings;
- e. Acting on behalf of the District Committee when matters of immediate importance arise.

Section C. Other Committees

Other standing and special committees shall be established by the District Committee as needed and their chairmen and members shall be appointed by the District Chairman. Further, the District Chairman may appoint special or ad-hoc committees and determine the membership to accomplish the orderly transaction of business.

ARTICLE IX - Meetings

Section A. Frequency

The District Committee shall meet at least once each calendar quarter at a date, time and location to be designated by the by the District Chairman. A meeting date may be changed by majority vote of the District Committee present and voting. Meetings may be arranged telephonically via conference call with the approval of a majority vote of the District Committee present and voting. Additional meetings may be called by the District Chairman or upon petition to the District Chairman of one-third of the members of the District Committee. These additional meetings that may be called by the Chairman may be held telephonically via conference call at the Chairman's discretion. The District Chairman may post-pone or re-locate any properly called Meeting due to extraordinary circumstances (inclement weather, natural disaster, etc.) provided that he makes a good-faith effort to contact all Committee Members either in writing, electronically, or telephonically.

Section B. Notice

Meetings of the District Committee shall be held upon a minimum of seven days written or electronic notice with agenda enclosed to the membership as recorded on the official membership list prepared and maintained by the Secretary. Notice of telephonically-conducted meetings must include appropriate conference call instructions.

Section C. Quorum and Proxy

A majority of the members of the District Committee shall constitute a quorum for the transaction of business. A member of the District Committee may be represented at any District Committee meeting by a proxy, subject to the following conditions:

1. No individual may cast more than one vote
2. Any person who acts as proxy for another must be a voting resident of the Ninth Congressional District of Virginia and, except in the case of proxies for State Central Committee members, the unit or organization represented by the person whose proxy he or she holds;

3. Any proxy may be withdrawn by the District Committee member giving it at any time prior to its exercise;
4. All proxies shall be in writing, signed by the maker, and substantially in the form mandated by the State Party Plan.

Section D. Attendance

A member of the District Committee automatically loses his or her committee position if he or she is absent from three (3) meetings in a single calendar year without representation by a person holding a proxy; provided, however, that a State Central Committee member and Unit Chairman automatically loses and is deemed to have resigned his or her District Committee position if he or she fails to attend in person at least fifty (50%) percent of the regular meetings in any calendar year.

Section E. Rules

Meetings shall be governed by and conducted in accordance with the State Party Plan, these Bylaws and *Robert's Rules of Order* (Newly Revised), which shall control in that order in the event of conflict.

ARTICLE X - Budget and Finance

Section A. Budget

An annual calendar year budget shall be prepared by the Finance Committee in coordination with the Treasurer under the supervision of the District Chairman. It shall be presented to the District Committee for approval at the last meeting of the Committee each calendar year.

Section B. Funding

1. The Finance Committee shall be responsible for planning and executing a minimum of one event annually designed to raise funds for the District Committee.

Section C. Debt

1. The District Committee shall not expend more funds than it has on hand, nor incur debts which would result in a budget deficit.
2. The District Committee shall not be responsible for the campaign debts of any candidate or any other organization.

Section D. Fiscal year

The fiscal year of the District Committee shall be from January 1 through December 31.

ARTICLE XI – Adoption and Amendment

Section A. Adoption of Bylaws

It shall be the first order of business by each newly elected District Committee to consider, amend and adopt these bylaws. These bylaws shall become effective upon its adoption by the

District Committee. Adoption shall require (1) that notice of the intent to adopt and general text of the Bylaws were included in the call for the meeting at which the vote was taken, and (2) approval by a three-fourths vote of the members of the District Committee present at the meeting, but not less than a majority of the total members.

Section B. Amendments

These Bylaws may be amended by a two-thirds vote of the members of the District Committee present and voting at any meeting, provided notice of the proposed amendment, including its text, is included in the call to the meeting. Amendments shall become effective immediately upon their adoption.

Historical Adoption/Amendment Information

Adopted: August 29, 2015