



**Douglas County Republican
Central Committee
Bylaws**

Adopted February 9, 2000
Restated & Amended February 8, 2005
Amended February 10, 2011
Amended July 24, 2012
Amended February 5, 2013
Amended February 7, 2017
Amended February 5, 2019
Amended February 5, 2020
Amended February 13, 2021
Amended February 5, 2022

**DOUGLAS COUNTY REPUBLICAN CENTRAL COMMITTEE
BYLAWS**

Adopted and Restated February 8, 2000

ARTICLE I. NAME

The name of this organization shall be the Douglas County Republican Central Committee, hereinafter referred to as DCR.

ARTICLE II. PURPOSE

Section 1. Organizational Structure

The DCR is organized as an unincorporated political organization within the meaning of and pursuant to Section 527 of the Internal Revenue Code of 1986, as amended, and is a party committee pursuant to the provisions of Colorado Revised Statutes (C.R.S.), 1-3-103, as amended.

Section 2. Primary Purpose

Recognizing the fundamental principles of the Republican Party as reflected in the State and National Platforms, the primary purpose of this organization shall be to elect Republican candidates to office, to achieve the objectives of the Republican Party at county, state and national levels, and to perform the functions set forth in the election laws of the State of Colorado, and the Colorado Republican Central Committee (CRC) bylaws.

Section 3. Additional Purposes

- A. Educating electors in the principles of the Republican Party and enlisting them in the Republican Party.
- B. Disseminating political information about the affairs of our county, state and nation, and defining the issues at stake.
- C. Promoting support only for Republican candidates for county, state and national offices.
- D. Raising funds for the Republican Party.
- E. Encouraging a strong Republican organization and encouraging citizens to exercise their American right to vote.

ARTICLE III. POLICY

Section 1. External Authority

These bylaws shall be subject to all applicable federal and Colorado laws and to the bylaws of the CRC. If there should be a conflict between these bylaws and federal or Colorado laws, the federal or Colorado laws shall control to the extent of the conflict. If there should be a conflict between these bylaws and the CRC bylaws, the CRC bylaws shall control to the extent of the conflict.

Section 2. Interpretations

A. All reference to male includes the female, and the masculine pronoun includes the feminine.

Section 3. Endorsement and Support of Candidates Prior to Primary Elections

Except as set forth in Article XV, Section 7, no candidate for any designation or nomination for public office shall be endorsed, supported or opposed by the DCR (acting as an entity) or by its officers or committees, before the Primary, unless such candidate is unopposed in the Primary. No officer of the DCR shall make any monetary or in-kind contribution to any candidate for partisan officer until after the primary elections.

Section 4. Agency/Authorization

No one, including any district organization, auxiliary or group authorized to use the name Republican, has authority to bind in any manner the DCR unless prior Executive Committee authorization or written authorization from the DCR chairman or his designee is given. Chairman authorization shall be reported to the Executive Committee, and documented in the minutes of that Executive Committee meeting.

Section 5. Contracts/Agreements

All DCR Contracts/Agreements shall be signed by at least one officer, and copies of all financial contracts/agreements shall be maintained in the files of the DCR Treasurer.

ARTICLE IV. MEMBERSHIP

Section 1. Classes of Membership in the DCR

- A. Voting Members. The voting members of the DCR shall be
- 1) Precinct Committee People from each Election Precinct within Douglas County; and,
 - 2) The elected Republican District Captains, and the DCR officers; and,
 - 3) The following Elected Republican officials who reside in Douglas County, all of whom are hereinafter referred to collectively as "Elected Officials"
 - United States Senators
 - United States Representatives who represent any part of Douglas

- Colorado Board of Education and Regents
- Elected State Officials (Governor, Lt. Governor, Secretary of State, Attorney General, State Treasurer)
- 18th Judicial District Attorney
- State Senators
- State Representatives; and,
- Partisan Elected County Public Officials

B. Ex-Officio (Non-Voting) Members. The ex-officio members of the DCR shall be:

- The presidents of the recognized Douglas County Republican auxiliaries,
- Any appointed officers and committee chairman who are not voting members under 1.A above.
- Those elected officials who represent Douglas County but do not reside in Douglas County
- State and National Republican Officers, including National Committee Man or Woman
- Officers of Higher Central Committees representing Douglas County, and who are not Central Committee Members under 1) and/or 2) above.

C. Membership Qualifications. All voting members shall reside within Douglas County and be registered to vote as Republicans in Douglas County, pursuant to state statutes, throughout the period of their membership. And in no case shall a voting member of the Central Committee hold more than one vote for the offices listed in 1.A. above.

D. Contact Addresses With Secretary. All members of the DCR shall, throughout the period of their membership, maintain with the Secretary a working postal address for the receipt of notices and correspondence. All members of the Executive Committee shall, throughout the period of their membership, maintain with the Secretary a working email address. Other DCR members are strongly encouraged to maintain with the Secretary a working email address for the receipt of notices and correspondence. Members may notify the Secretary that they are willing to receive notices and other correspondence by email at their specified email address. Subject to Section 4 of Article IX, the Secretary may send notices required under these Bylaws to the member's email address and such notices and correspondence do not have to be sent by regular mail.

ARTICLE V. OFFICERS

Section 1. Term and Qualifications

A. Elected Officers. Commencing as of the date of the organizational meeting of the Central Committee to be held in February 2017, the elected officers of the DCR (hereinafter referred to as "elected officers" or "officers") shall be a Chairman, First Vice-Chairman, Second Vice- Chairman, Secretary and Treasurer.1

Section 2. General Duties of Officers

- A. The priority commitment of the DCR officers shall be to the Douglas County Republicans and DCR Activities.
- B. The elected officers shall satisfy qualifications of the DCR membership, but do not otherwise need to be voting members of the DCR prior to their election.
- C. The elected DCR officers shall not be elected officials, as defined in Article IV., Section 1.A or 1.B.
- D. The elected DCR officers shall assume their duties immediately after the meeting in which they are elected and shall serve for a term of two years or until their successors are elected and qualified to serve.
- E. If a person is a District Captain or Committee Person at the time of his/her election as an officer, then upon assumption of the office, such person shall be deemed to have resigned such other position and a vacancy shall be declared in such other position.
- F. The elected DCR officers may vote and otherwise participate in meetings of the DCR.
- G. No person may hold more than one elected office of the DCR at a given time.
- H. Officers as State Party Bonus Members. If CRC Bonus Members have been allocated to Douglas County by the CRC, these positions shall be assigned as follows. If the CRC has allocated exactly one Bonus Member position to Douglas County, this position will be assigned to the Second Vice-Chairman. If the CRC has allocated exactly two Bonus Member positions to Douglas County, the first such position will be assigned to the Second Vice-Chairman and the second such position will be assigned to the Treasurer. If the CRC has allocated more than two Bonus Member positions to Douglas County, the first such position will be assigned to the Second Vice-Chairman, the second such position will be assigned to the Treasurer, and the remaining positions will be filled by the DCR Central Committee by election. If, during their terms of office, either or both of the office(s) of Second Vice-Chairman and/or Treasurer should for any reason become vacant, the CRC Bonus Member positions assigned to that or those respective offices shall also automatically become vacant. When a vacancy in the offices of Second Vice-Chairman or Treasurer is filled, the vacant CRC Bonus Member position that is assigned to that office shall automatically be filled by the succeeding officer without the need of action by a vacancy committee. This provision will become effective at the DCR organizational meeting of 2017.
- I. If any DCR officer cannot be a member of a higher central committee because he/she does not live within that district, then such officer shall appoint a Douglas County DCR Central Committee member, who resides in said district, to represent such officer.

¹ As per Article V, Section 1. A. above, the offices of First Vice-Chairman and Second Vice-Chairman are created effective on the date of the organizational meeting to be held in February, 2017. Until such time as these offices are filled by an election, the Chairman and Vice-Chairman will continue to perform all duties of the First Vice-Chairman and Second Vice-Chairman.

Section 3. Duties of Specific Officers.

- A. Chairman. The Chairman, as the chief executive officer of the DCR, shall perform such duties and have such powers as are incident to the Office of Chairman. In addition, the Chairman shall:
1. Direct the activities of the DCR, District Captains, and the Precinct Committee People.
 2. Preside at all meetings of the DCR, Vacancy Committee, and the Executive Committee.
 3. Observe and enforce the bylaws of the DCR.
 4. Appoint Chairman and members of standing and special committees, including those committees and personnel which are required for County Assembly/Convention and Vacancy Committee meetings.
 5. Support all orders and resolutions of the DCR, Executive Committee, County Assembly, and County Convention.
 6. Serve as ex-officio member of all standing and special committees.
 7. Serve as Chairman of the County Assembly and County Convention.
 8. Call meetings of the County Assembly, County Convention, DCR, Executive Committee, Vacancy Committees, Precinct Caucuses, and any other meetings required by statute or CRC.
 9. Maintains DCR Telephone in his/her home, answers and handles all calls.
 10. Signs/authenticates A) Election Judge Lists from Precinct Caucuses; B) Certification of Ratification of Election of Precinct Committee People following County Assembly; C) Certification of Designation of Republican Candidates for County Offices.
 11. Is Party liaison with County Clerk and Recorder and directs Election night Republican Party assistance, Republican Test Ballot runs, appointment of Republican to Board of Canvass, finds additional Election Judges, and offers cooperation regarding proposed County precinct splits or re-precincting.
 12. Appoint assistant officers as needed, all of whom shall be registered republicans, and any other officers deemed necessary by the DCR. All such appointed officers and assistant officers shall serve at the chairman's pleasure.
 13. Represents Douglas County Republican Party at public functions and unless authority is specifically delegated to another officer, speaks on behalf of the Douglas County Republican Party.
 14. Perform such other duties as the DCR, Executive Committee, County Assembly, or County Convention may assign or as may be required by law.
- B. First Vice-Chairman. The First Vice-Chairman shall:
1. Exercise the powers and assume the duties of the Chairman in the absence or inability of the Chairman to perform, except that Vice-Chairman shall not have the power to make any appointments.
 2. Serve as Chairman of the DCR Finance Committee, duties and responsibilities of which are specified in Article XI.
 3. Serve as a member or chair of the Communications Committee.
 4. Fill the position on the CRC Central Committee assigned to the Douglas County Vice-Chairman under CRC Bylaws and, for any Congressional District, Judicial District, or Legislative District that contains all or part of Douglas County, the First Vice-Chairman shall fill the position and perform the functions on the District Central Committee which may be assigned to the Douglas County Vice-Chairman under the Bylaws of such District Committee.
 5. Perform such other duties as the DCR, Executive Committee, County Assembly, County Convention, or Chairman may assign, or as may be required by law.

- C. Second Vice-Chairman. The Second Vice-Chairman shall:
1. Exercise the powers and assume the duties of the Chairman if the First Vice-Chairman is authorized to do so and is absent or is unable to perform.
 2. Exercise the powers and assume the duties of the First Vice-Chairman in the absence or inability of the First Vice-Chairman to perform.
 3. Serve as Chairman of the DCR Arrangements Committee, duties and responsibilities of which are specified in Article XI.
 4. Organize and train DCR volunteers, District Captains and Precinct Committee People, as needed, to get out the vote.
 5. Perform such other duties as the DCR, Executive Committee, County Assembly, County Convention, or Chairman may assign, or as may be required by law.
- D. Secretary. The secretary shall perform such duties and have such powers as are incident to the office of Secretary including the duty and power to: give notice of all DCR, Executive Committee, Vacancy Committees, County Assembly, and County Convention meetings, attend all such meetings, serve as secretary and keep a written record of the proceedings; be custodian of the records of the DCR, Executive Committee, Vacancy Committees, County Assembly, and County Convention. The Secretary shall also maintain a current list at all time of all members and officers of the DCR, the Executive Committee, and the DCR Officers. In addition the Secretary shall:
1. Prepare the list of delegates and alternates to the County Assembly and County Convention.
 2. Prepare certificates showing designations made by the County Assembly and County Convention.
 3. Forward to the secretaries of other assemblies and conventions the names of all persons elected as delegates or alternates to such assemblies or conventions from precincts and/or DCR Districts within Douglas County.
 4. Perform such other duties as the DCR, Executive Committee, County Assembly, County Convention, or Chairman may assign or as may be required by law.
 5. Authors in coordination with Chairman, necessary precinct Caucus Materials, and assembles all Caucus Materials for distribution to District Captains and/or Precinct Committee people.
 6. Drafts for chairman approval, all County Assembly and/or Convention materials which include, but may not be limited to: printed program ballots for county office designation, ballots for delegate election to higher Assemblies; script for Chairman, and drafts Rules for Rules Committee approval, and drafts Rules for Resolutions Committee approval.
 7. Arranges for Parliamentarian for DCR Meetings/Assemblies.
 8. Responsible for maintaining and providing copies of DCR bylaws, which include the current state bylaws.
 9. Is Chairman of the Bylaws Committee.
 10. Provides and notifies the CRC of bylaw amendments.
- E. Treasurer. The Treasurer shall perform such duties and have such powers as are incident to the office of Treasurer, including the duty and power to:

1. Keep and be responsible for all funds and financial records of the DCR.
2. Deposit funds of the DCR in the bank selected by the Executive Committee.
3. Disburse such funds as properly authorized by the DCR Executive Committee for specific projects or events previously approved. If additional funding is required, then such shall be presented to the Executive Committee for further action. Disburse such funds at the direction of the Chairman for ordinary operating expenses not to exceed \$500 per item.
4. Render written annual statements to the Central Committee of the financial condition of the DCR.
5. Present a financial report at each meeting of the Executive Committee.
6. Prepare and file all financial reports as required by law.
7. Prepare and submit a budget to the Executive Committee.

ARTICLE VI. ELECTION, VACANCY, AND REMOVAL OF ELECTED OFFICERS

Section 1. Nominations.

- A. Method of Nomination. Candidates for any elected office of the DCR shall be nominated from the floor at the biennial organizational meeting, or in the event of an election to fill a vacancy, at the meeting of the DCR called to fill the vacancy.
- B. Acceptance of Nomination. Immediately following nomination, all persons nominated for any elected DCR office shall accept the nomination, and such acceptance shall provide information with respect to his/her qualifications to hold that office, and the priority he/she will give to the DCR. At the discretion of the Presiding Officer for any meeting at which one or more DCR officers are elected, an opportunity may be provided for questions to the candidate(s) for DCR Officer, from the voting DCR members within a time frame of not more than fifteen minutes.
- C. Persons Who May Make a Nomination. Nominations for any elected office of the DCR or a vacancy in that office, may be made only by a voting member of the DCR who is present at the appropriate DCR meeting.

Section 2. Elections.

- A. Secret Ballot. All elections of the DCR shall be conducted by a secret ballot unless there is only one nominee for the office.
- B. Voting Procedure. The officers shall be elected by a majority vote cast individually in the following order: Chairman, First Vice-Chairman, Second Vice-Chairman, Secretary, and Treasurer. In the event of three or more candidates, if no person has received the required majority vote after one ballot, the nominee receiving the fewest votes on the last ballot shall be dropped from all subsequent ballots unless one or more nominees shall have withdrawn during or following this balloting. The nominee receiving the fewest votes on each ballot thereafter shall also be dropped from a subsequent ballot unless one or more nominees withdraw following such ballot. Balloting shall continue in this manner until a majority vote is cast for one nominee.

Section 3. Vacancies and Removal of Officers.

- A. Vacancy Conditions. A vacancy shall exist in the event of an elected officer's death, resignation, or removal.
- B. Death, Disqualification, Resignation, or Removal of an Officer. Upon the death of an officer, or if an officer no longer meets the membership qualifications of Article IV, Section 1(C), or upon receipt of a letter or other communication which states an officer's intention to resign, or if the DCR has removed an officer and did not call a meeting of the Vacancy Committee immediately following the removal, the Secretary shall declare a vacancy to exist and shall date such declaration. If a letter or other communication which states an officer's intention to resign has an effective date, then the resignation shall take effect on the date so specified. If such a letter or other communication does not have an effective date, the resignation shall be effective immediately. Resignations do not have to be accepted in order to take effect. If it is the Secretary who has died, failed to qualify, resigned, or been removed, or if the Secretary has failed to declare a vacancy in office as required, then the Executive Committee shall declare a vacancy to exist either at the next regular meeting of that Committee or at a special meeting called for that purpose.
- C. Removal of Elected Officers. An elected officer may be removed for good cause as provided in subparagraph E of this Section 3 and a vacancy in office declared by the affirmative vote of two-thirds of the members of the DCR present and voting at a DCR meeting called for such purpose. Such meeting may be called by a two-thirds vote of the Executive Committee or by a written petition signed by one-third of the members of the DCR setting forth the alleged causes.
- D. Notice of Meeting for Removal. Written notice of any meeting of the DCR for the purpose of removing or attempting to remove an elected officer shall be delivered at least ten (10) days in advance to all members of the DCR and the person proposed to be removed, and such person shall be entitled to attend the meeting and be heard. The notice shall state the alleged cause(s) for removal. The discussion shall be relevant to the causes set forth in the notice. If the person is removed from the office by the DCR, such person shall be given written notice of removal forthwith after such meeting by the Secretary.
- E. Cause for Removal. Any elected officer of the DCR may be removed for good cause which shall include the following:

1. The person does not meet the qualification of a DCR member as defined in Article IV, Section 1, of these bylaws, or
2. The person has actively or publicly solicited votes on behalf of or actively or publicly supported the candidacy for public office, in a partisan election, of a person affiliated with a political party other than the Republican Party, or an unaffiliated person, or
3. The person has failed to attend, without having been excused by the Chairman, three consecutive meetings of the Executive Committee, or
4. The person has failed or refused to make reasonable and conscientious efforts to carry out the duties of the office as described in these bylaws, or
5. The person has publicly declared his or her intention to be a candidate for elective office in a partisan election.
6. The person has violated the provisions of Article III, Section 3, of these Bylaws.

F. Immediate Election. If the DCR removes an officer, the DCR may, by majority vote, call a meeting of the Vacancy Committee immediately following the removal and proceed to fill the vacancy.

G. Vacancy Committee Call. If an officer should die, or if an officer no longer meets the membership qualifications of Article IV, Section 1(C), or if an officer should resign, or if the DCR removes an officer and does not immediately call a meeting of the Vacancy Committee to fill the vacancy, then a meeting of the Vacancy Committee shall be called within thirty (30) days after the latest of the date on which an officer is removed, the effective date of a resignation, or the date a vacancy is declared in an elected office.

H. Vacancy Committee Membership. The Vacancy Committee for the purpose of filling a vacancy in any elected office of the DCR shall consist of the voting members of the DCR.

I. Notice of Vacancy. Unless the Vacancy Committee has met as provided in subparagraph F of this Section 3, the Executive Committee shall direct the Secretary to provide (and the Secretary shall provide) notice of any meeting of the Vacancy Committee to each member of the Vacancy Committee. The notice given shall be as provided in Section 4 of Article IX of these Bylaws. In the event of the vacancy in the office of the Secretary, the Treasurer shall be directed to provide such notice.

J. Multiple Vacancies of Officers. This section shall apply when multiple officer vacancies are to be filled at the same Vacancy Committee meeting. For purposes of this section, seniority among officers shall be determined in the following order: Chairman, First Vice Chairman, Second Vice Chairman, Secretary, and Treasurer.

1. If, after taking account of the multiple vacancies, three officers are continuing in office, then the most senior officer who is continuing shall preside over the Vacancy Committee meeting. The next-most senior officer shall serve as vice-chairman of the Vacancy Committee meeting, and the remaining officer shall serve as secretary of the meeting.

2. If, after taking account of the multiple vacancies, two officers are continuing in office, then the most senior officer who is continuing shall preside over the Vacancy Committee meeting.

The remaining officer shall serve as vice-chairman of the Vacancy Committee meeting. The most senior officer who is continuing shall, with the consent of the Executive Committee, appoint a DCR member to act as secretary of the meeting.

3. If, after taking account of the multiple vacancies, only one officer is continuing in office, then that officer shall preside over the Vacancy Committee meeting. That officer shall, with the consent of the Executive Committee, appoint a two DCR members, one to act as vice- chairman of the meeting and the other to act as secretary of the meeting.

4. If, as a result of the multiple vacancies, no officer is continuing in office, then the Executive Committee shall appoint three DCR members, one to act as chairman of the Vacancy Committee meeting, another to act as vice-chairman of the meeting, and one to act as secretary of the meeting.

5. The Executive Committee's consent to appointments made under Sections J(2), J(3), and J(4) above may be given by an Emergency Meeting as provided in Article VII(3)(F) called by the most senior continuing officer (if Sections J(2) or J(3) apply) or by one-third of the active District Captains (if Section J(4) applies).

6. The provisions of Article V notwithstanding, the continuing officers and appointees under this Section shall have the power and authority to make all arrangements reasonably necessary or desirable for the Vacancy Committee meeting, including the appointment of any temporary committees.

7. The provisions of Article X Section 3 notwithstanding, if, after taking account of the multiple vacancies, fewer than two (2) elected officers are continuing in office. any requirement that a quorum must include the presence of two elected DCR officers shall be suspended for the Vacancy Committee meeting pursuant to this Section 3(J).

K. Successors in Office. A person elected to fill a vacancy shall continue in office for the unexpired term of his or her predecessor in office.

ARTICLE VII. EXECUTIVE COMMITTEE

Section 1. Membership.

The voting members of the Executive Committee of the DCR shall consist of the elected officers of the DCR and the District Captains.

Section 2. Duties.

The Executive Committee shall:

- A. Serve as an advisory committee to the DCR and the Chairman.
- B. Exercise any and all powers conferred on it by the DCR, the Chairman, CRC, these bylaws, or applicable provisions of the law.
- C. Remove District Captains, and declare vacancies of District Captains.
- D. Receive and review all reports from committees.
- E. Receive reports from District Captains regarding the filling of Committee person vacancies, with the provision that the Executive Committee at the meeting at which said appointment is reported, may, by a two-thirds vote of those present overturn such appointment.
- F. Upon recommendation of the DCR Chairman, or his/her designee apportion the number of delegates from each precinct to participate in the County Assembly and County Convention in accordance with Section 1(C) of Article XV of these bylaws. .
- G. Upon the recommendation of the DCR Chairman, or his/her designee, apportion delegates allocated to Douglas County to higher assemblies, after allocation of at large delegates composed of DCR Officers, District Captains and Elected Officials.
- H. Serve as the vacancy committee for any vacancy in the elected bonus members to the CRC Central Committee or any other appropriate Central Committee. Such vacancies shall be filled by a plurality election among all eligible candidates. For congressional, judicial or legislative districts for which all of Douglas County is contained within such district, any registered Republican who resides in Douglas County can run to fill the vacancy, and all voting members of the Executive Committee shall be eligible to vote in the vacancy election. For congressional, judicial or legislative districts for which only a part of Douglas County is contained within such district, any registered Republican who resides in Douglas County and who resides within such district can run to fill the vacancy, and only voting members of the Executive Committee who reside within the district shall be eligible to vote in the vacancy election. In all cases, voting in such vacancy elections shall be by secret ballot unless there is only one eligible candidate who has been properly nominated to fill the vacancy, and in that case the sole candidate shall be declared elected by unanimous consent. If two or more candidates are tied in numbers of votes for the last available bonus member position, the tie will be broken by lot.
- I. Evaluate and divide as necessary, the County in County Republican Districts.
- J. Acknowledge and/or ratify as may be required by statute, Precinct Caucus locations for publication, along with Notice of Caucus, to be published in one or more newspapers in Douglas County not less than fifteen (15) days prior to the caucus.
- K. Hold a special meeting each calendar year to review the proposed budget submitted by the Treasurer, discuss and modify as necessary, and adopt an operating budget.

L. Perform such other duties as the DCR or Chairman may assign.

Section 3. Meetings.

- A. **Regular Meetings.** Regular meetings of the Executive Committee shall convene upon the call of the Chairman, or as set by the Executive Committee.
- B. **Notice Requirements.** Notice of regular meetings shall be delivered, at the option of each Executive Committee member, via email or the United States mail.”
- C. **Special Meetings.** Special Executive Committee meetings may be called by the Chairman or upon the request of one-third of the members of the Executive Committee. The purpose of a special meeting shall be stated in the notice of the meeting.
- D. **Notice Requirements.** Notice of a special meeting of the Executive Committee shall be delivered to each Committee member at least seven (7) days before such meeting in compliance with the procedures set forth in Article IX, Section 4.
- E. **Assistant District Captains.** Assistant District Captains (as defined in Section 3 of Article XIV below) and Elected Officials shall have the right to speak and be heard at Executive Committee meetings. Assistant District Captains shall have the rights to make motions, second motions, and/or to vote at an Executive Committee meeting only if their District Captain is absent from that meeting (as provided in Section 3 of Article XIV).
- F. **Emergency Meetings.** Emergency Meetings of the Executive Committee may be called at any time by the Chairman on his/her own initiative with 24 hours notice, said notice in any manner. Emergency Meetings may be conducted using electronic technologies such as conference calls and Internet communications. The quorum for such a meeting is one-half of the voting members of the Executive Committee. If meetings are in electronic form, all votes will be by roll call. Assistant district captains may substitute for district captains who are absent from the meeting.
- G. **Authority to Make Rules.** The Executive Committee shall have the power to adopt, amend, and rescind rules for the conduct of its regular, special, and emergency meetings. All such rules must be consistent with these Bylaws, CRC Bylaws, and Colorado law. The Executive Committee may adopt, amend, or rescind such rules by an affirmative majority vote of all eligible members of the Committee. Before rules may be adopted, amended, or rescinded, written notice of such proposed action, including the text of any proposed rule or amendment, must be given to each of the Executive Committee members at least seven (7) calendar days before the Executive Committee meeting at which such action may be taken. This notice requirement may be satisfied by the Secretary sending an email to each Executive Committee member at his or her email address on file. To the extent applicable, such rules shall modify or supersede the Parliamentary Authority specified in Article XVI of these Bylaws.

ARTICLE VIII. COUNTY COMMISSIONER VACANCY COMMITTEE

Section 1. Membership.

Subject to Section 4 below, the membership of the Douglas County Republican County Commissioner Vacancy Committee (hereinafter, the "County Vacancy Committee") shall be the voting members of the DCR. Challenges or disputes about whether any person properly is a member of the County Vacancy Committee shall be heard and resolved by the DCR Credentials Committee.

Section 2. Compliance with Law.

All meetings of the County Vacancy Committee shall comply in all respects with applicable provisions of Colorado law. If any of the provisions of this Article should conflict with applicable law, the applicable law shall prevail.

Section 3. Time and Notice of Meeting.

When a vacancy occurs in the office of Douglas County Commissioner, and the vacating Commissioner is a Republican, the County Vacancy Committee shall meet within the time period specified by C.R.S. Section 1-12-206 (or any succeeding statute). Notice of the meeting of the County Vacancy Committee shall be given within the time period and in the manner specified by C.R.S. Section 1-12-206 (or any succeeding statute).

Section 4. Quorum and Proxies.

- A. The quorum for any meeting of the County Vacancy Committee shall be one-half of its members. The previous sentence notwithstanding, if, after the first credentials report it is determined that less than one-half of the voting members of the Central Committee are present, then, without the meeting being adjourned, the Vacancy Committee shall consist of those members present and eligible to vote, and any other eligible Central Committee members who may be credentialed later, provided that there are at least five (5) such members, at least two of which members shall be elected DCR Officers.
- B. If Colorado law should allow a quorum for a county commissioner vacancy committee to consist of less than one-half of the committee's voting members, then the quorum for the County Vacancy Committee shall be that proportion permitted by law. In any event, at least two elected DCR Officers must be present at any meeting of the County Vacancy Committee.
- C. No member of the County Vacancy Committee may be present by, or may act or vote by, proxy.
- D. DCR voting membership positions (Precinct Leaders, District Captains, Executive Officers, and Elected Officials) that are vacant as of the date of any meeting of the County Vacancy Committee shall not count in determining the number of voting members needed to establish a quorum or a majority needed for an appointment.
- E. Once a quorum has been established at any meeting of the County Vacancy Committee, the departure of members shall not cause the quorum to be lost.

Section 5. No Other Business.

The only business that may be considered at any meeting of the County Vacancy Committee shall be the appointment of a qualified person to fill a vacancy in office. Any proposed business that does not pertain to the making of that appointment shall be out of order.

Section 6. Voting.

- A. Voting on candidates to be appointed to fill a vacant office of County Commissioner shall be by secret ballot.
- B. No proxy voting shall be allowed or recognized for any purpose. What is commonly known as the "Unit Rule," by which the entire vote of a delegation is cast according to the majority vote within the delegation, shall not be permitted. Cumulative voting, which allows a delegate to give more than one vote to a single candidate, shall not be permitted.
- C. When a secret-ballot vote is called at any meeting of the County Vacancy Committee, credentialing shall be closed and, before balloting, the Credentials Committee shall make a report giving the total number of qualified voters present. Credentialing may be reopened only after balloting on such vote has closed.
- D. For any vote at any meeting of the County Vacancy Committee, if, when counted by the Teller Committee of the meeting, the number of ballots cast exceeds the number of credentialed voting members reported by the Credentials Committee, then the vote shall be ruled invalid and a new vote shall be held.
- E. For any vote at any meeting of the County Vacancy Committee, any ballot that makes the intention of the voter unclear, or that does not comply with the Rules of the meeting, or that is cast for a person who has not been nominated, or whose nomination has not been accepted, or who is not eligible to be appointed to office, shall be considered a spoiled ballot and will not be counted for any purpose. The decision of whether a ballot is spoiled shall be made by the Teller Committee of the meeting. The Teller Committee will include the total number of spoiled ballots as part of its report to the County Vacancy Committee.
- F. Voting on any vacancy appointment shall not start until all properly nominated candidates who wish to address the County Vacancy Committee have done so.

Section 7. Nominations.

To be properly nominated at any meeting of the County Vacancy Committee, an eligible person must be nominated by a voting member of the Committee, and the nomination must be seconded by another voting member. Republican residents of Douglas County who are eligible to be appointed to fill a vacancy in the office of Douglas County Commissioner may be nominated even if they are not members of the DCR. Persons who are not members of the DCR who wish to be nominated to be appointed to fill a vacancy in the office of Douglas County Commissioner may be required to establish that they meet the

legal requirements for eligibility.

Section 8. Appointment Requires Majority Vote.

The County Vacancy Committee shall appoint a qualified person to fill a vacancy in the office of Douglas County Commissioner by a majority vote. The previous sentence notwithstanding, if only one qualified person is nominated to fill a vacancy in office, the presiding officer of the meeting shall declare that person to be appointed by acclamation. If no candidate receives a majority on the first ballot, subsequent ballots will be held until a candidate gets the required majority vote. The previous sentence notwithstanding, in the event of three or more candidates, if no person has received the required majority vote after the second ballot, the candidate receiving the fewest votes on the second ballot shall be dropped from all subsequent ballots unless one or more candidates withdraw following this balloting. The candidate receiving the fewest votes on each ballot thereafter shall also be dropped from subsequent ballots unless one or more candidates withdraw following such ballot. If for any ballot two or more candidates are tied for the position receiving the fewest votes, then the candidate who is dropped from subsequent ballots shall be determined by lot. Balloting shall continue in this manner until a majority vote is cast for one candidate.

Section 9. Remote or hybrid participation.

As permitted by C.R.S. Section 1-12-206 (or any succeeding statute), a member of the county vacancy committee may participate in the vacancy committee meeting remotely, including casting the member's vote by e-mail, telephone, or through an internet-based application. The choice of method shall be at the discretion of the DCR chairman. If a meeting is entirely electronic or hybrid, the method used shall be a technology or service that allows all participants to see and hear each other, allows county vacancy committee members who wish to speak to the group to do so, allows votes to be taken in a manner that can be independently verified, and allows the meeting to be preserved by a video recording. If a secret-ballot vote should be needed during an electronic or hybrid meeting, such vote shall be taken using a secure electronic platform that allows sufficient records to be kept to assure the integrity of the vote. A video recording of each electronic or hybrid meeting shall be made and shall be retained by the secretary for at least sixty (60) days following the adjournment of the meeting. Any voting member of the DCR may review the video record of an electronic meeting by addressing a request to the secretary.

ARTICLE IX. MEETINGS OF THE DCR

Section 1. Organizational Meeting.

As required by statute, the biennial organizational meeting of the DCR shall be held between February 1 and 15 of the odd numbered years for the purposes of:

- A. Electing a Chairman, First Vice-Chairman, Second Vice-Chairman, Secretary and Treasurer.
- B. Electing the bonus members to the CRC and any other appropriate central committee.
- C. Electing the District Captains as provided in ARTICLE XIV of these bylaws.
- D. Conducting such other business as may properly come before it.

Organizational meetings may be conducted entirely in person, or entirely by electronic means, or by hybrid of in-person and electronic means. The choice of method shall be at the discretion of the DCR Chair, subject to ratification by the DCR Executive Committee. If a meeting is entirely electronic or hybrid, the methods used shall comply with Section 3(B) of this Article. The quorum of any electronic or hybrid meeting shall be as provided in Section 3(B) of Article X. A video record of any electronic or hybrid meeting shall be made and shall be retained by the Secretary for at least sixty (60) days following the adjournment of the meeting. Any voting member of the DCR may review the video record of an electronic or hybrid meeting by addressing a request to the Secretary.

Section 2. Regular Meetings.

The DCR shall meet on a date which falls between February 1 and February 15 of each year. Said regular meeting in odd numbered years shall also be the organizational meeting which must be held pursuant to applicable provisions of the Colorado Statute. All other meetings of the DCR shall be special meetings. Regular meetings may be conducted entirely in person, or entirely by electronic means, or by a hybrid of in-person and electronic means. The choice of method shall be at the discretion of the DCR Chair, subject to ratification by the DCR Executive Committee. If a meeting is entirely electronic or hybrid, the methods used shall comply with Section 3(B) of this Article. The quorum of any electronic or hybrid meeting shall be as provided in Section 3(B) of Article X. A video record of any electronic or hybrid meeting shall be made and shall be retained by the Secretary for at least sixty (60) days following the adjournment of the meeting. Any voting member of the DCR may review the video record of an electronic or hybrid meeting by addressing a request to the Secretary.

Section 3. Special and Electronic Meetings.

- A. Special Meetings of the DCR may be called at any time by the Chairman on his/her own initiative, or by a majority vote of the Executive Committee, or upon the written request of one-third of the voting members of the DCR.
- B. Electronic meetings of the DCR may be called at any time by the Chairman on his/her own initiative. Electronic meetings shall use a technology or service that allows all participants to see and hear each other, allows DCR members who wish to speak to the group to do so, allows votes to be taken in a manner that can be independently verified, and allows the meeting to be preserved by a video recording. The quorum required for an electronic meeting shall be as set forth in 3(B) of Article X. If a secret-ballot vote should be needed during an electronic meeting, such vote shall be taken using a secure electronic platform that allows sufficient records to be kept to assure the integrity of the vote. The Executive Committee shall approve in advance any platform to be used for secret-ballot votes in electronic DCR meetings. A video recording of each electronic meeting shall be made and shall be retained by the Secretary for at least sixty (60) days following the adjournment of the meeting. Any voting member of the DCR may review the video record of an electronic meeting by addressing a request to the Secretary.

Section 4. Notice of Meetings.

- C. Form of Notice. All members of the DCR shall be notified in writing by email and by publication on the DCR website not less than fifteen (15) days prior to the date of any meeting of the DCR. The previous sentence notwithstanding, an electronic meeting of the DCR may be called on seventy-two (72) hours notice. Any documents required to accompany a notice of meeting (such as Bylaws amendments) may be transmitted as attachments to an email or as links to a notice by website.
- D. Contents of Notice. Notice of a DCR meeting shall state the time, date, and place of the meeting and the business to be conducted at the meeting, provided that the business of the meeting shall not be limited to matters stated in the notice unless the notice is for a special meeting and such limitation is stated in the notice.
- E. Delivery of Notice. Notice of any meeting of the DCR shall be deemed delivered on the latest of: (1) the date of the transmission of an email (and the attachment of any necessary accompanying documents) to a DCR member at his/her email address as it appears on the official DCR records as maintained by the Secretary; or (2) the date of posting of a notice of the meeting, together with link(s) to any necessary accompanying documents, on the DCR website. The previous sentence notwithstanding, if the Secretary knows that an individual DCR member has no email address, the Secretary shall send notice of the meeting, along with any necessary accompanying documents, to that member by United States mail, first-class postage prepaid, directed to the member at his or her postal address as it appears on the official DCR records, and such notice shall be deemed delivered upon deposit in the United States mail. If the Secretary has received evidence that the transmission of notice by email to an individual DCR member has failed, then the Secretary shall send notice of the meeting, along with any necessary accompanying documents, to that member by United States mail, first-class postage prepaid, directed to the member at his or her postal address as it appears on the official DCR records, and
- F. such notice shall be effective upon deposit in the United States mail, first-class postage prepaid, and (2) such notice shall be effective even if it is less than the fifteen (15) days provided in Section 4(A) of this Article.
- G. County Commissioner Vacancy Committee. The provisions of this Section 4 shall not apply to meetings of the County Commissioner Vacancy Committee. Notice of the meeting of such Vacancy Committee shall be given as provided in Article VIII of these Bylaws.

ARTICLE X. VOTING AT MEETINGS OF THE DCR VACANCY COMMITTEES AND EXECUTIVE COMMITTEE

Section 1. Method of Voting.

- A. Voice or Rising Vote. With the exception of the election of officers of the DCR, the election to fill a designation, nomination or vacancy in the office of County Commissioner, or the removal of any member of the DCR, which shall be by secret ballot, all other voting at meetings of the DCR, Vacancy Committees, and Executive Committee shall be by voice or rising vote unless otherwise provided by the affirmative vote of a majority of those members present and voting at the meeting.
- B. Election by Acclamation. If there is only one candidate for election as an officer of the DCR, or the election of a District Captain, or the designation of a candidate for County office, or the election to fill a vacancy in the designation, nomination or vacancy in the office of County Commissioner, election may be unanimous by acclamation.

- C. Retention of Ballots. Ballots cast for all elections conducted by the DCR, shall be held by the Secretary for a period of one week, unless Colorado Statute requires cast ballots to be retained for a longer time, and then shall be destroyed.
- D. Single Vote. No member shall be entitled to more than one vote.

Section 2. Proxy Voting.

No proxies shall be allowed or recognized in meetings of the DCR, Vacancy Committees, or Executive Committee.

Section 3. Quorum Requirements.

- A. DCR Executive Committee. A quorum for any meeting of the DCR Executive Committee shall be a majority of the voting members of the Executive Committee.
- B. DCR Central Committee. A quorum for any meeting of the DCR Central Committee, with the exception of when such body is acting as a County Commissioner Vacancy Committee, shall be a majority of those members present and voting.
- C. Adjournment. Except as provided by Subsection D below, if a quorum is not present at any meeting of the DCR, or Executive Committee meeting, the Chairman or the voting members present may adjourn a meeting to a future date, time, and place not less than 10 nor more than 30 days from the date of the original meeting, and notice shall be republished. Such adjournment may be continued from time to time until a quorum is present.
- D. Persistence of Quorum. Once a quorum has been established at any meeting of the DCR or the Executive Committee, the departure of members (other than the minimum of two elected DCR officers) shall not cause the quorum to be lost.

ARTICLE XI. STANDING AND SPECIAL COMMITTEES

Section 1. Standing Committees.

The standing committees of the DCR shall include the Arrangements Committee, Audit Committee, Bylaws Committee, Finance Committee, Communications Committee, Credentials Committee and such other committees as may be deemed necessary by the Chairman, Executive Committee, or DCR.

- A. Arrangements Committee. The Arrangements Committee, chaired by the DCR Second Vice-Chairman, shall consist of the five officers and shall be responsible for planning, and organizing all DCR events and activities, with the provision that the DCR Chairman may appoint sub-

committees for the purpose of planning and organizing one or more specific DCR events, meetings or activities.

- B. **Audit Committee.** The Audit Committee shall be composed of no fewer than three members not including any elected DCR officer. The Audit Committee shall audit the books of the DCR in January of odd-numbered years and shall make a written report of its findings at the DCR organizational meeting. The Committee shall also audit the books at other times as requested by the Executive Committee or Chairman.
- C. **Bylaws Committee.** The Bylaws Committee shall be composed of no fewer than three members. The Bylaws Committee shall review all proposed amendments to these bylaws and make recommendations to the DCR. It shall also notify the DCR of mandatory changes in the bylaws which may be required by the CRC, the Republican National Committee, and the Federal and Colorado Election Laws.
- D. **Finance Committee.** The Finance Committee, chaired by the DCR First Vice-Chairman, shall oversee all fundraising efforts. The Finance Committee shall consist of at least four other members including the DCR Treasurer.
- E. **Communications Committee.** The Communications Committee shall be composed of no fewer than five members including the DCR First Vice-Chairman. The Communications Committee shall plan, organize and oversee all internal and external DCR communication including public relations, social media, and elections. The Communications Committee is also responsible for distribution of DCR materials.
- F. **Credentials Committee.** The Credentials Committee shall be responsible for determining the qualifications of any person who is or claims to be a voting member of any meeting of the DCR, Executive Committee, or a delegate to any assembly, or convention. The Credentials Committee shall consist of all the DCR District Captains, or their designees, as filed with the DCR Secretary, the DCR Secretary, and a Credentials Committee Chairman. The DCR Chairman shall be an ex-officio member of the Credentials Committee in accordance with Section 3(A)(6) of Article V of these Bylaws. If the Credentials Committee is unable to render a decision on the qualification of a person to serve as a member of the DCR, those members of the DCR whose qualifications are undisputed shall determine by majority vote whether such person is qualified as a member of the DCR. The qualifications of each person whose qualifications to serve as a member of the DCR are disputed shall be considered and voted on individually.
- G. **Rules Committee.** The Rules Committee shall be responsible for preparing for approval rules to govern Regular and Special Meetings of the DCR, the Executive Committee, the County Commissioner Vacancy Committee, and the County Assembly. The Rules Committee shall consist of a Rules Committee Chairman, the DCR Secretary, and at least three other members. The DCR Chairman shall be an ex-officio member of the Credentials Committee in accordance with Section 3(A)(6) of Article V of these Bylaws.
- H. **Political Engagement Committee.** The Political Engagement Committee shall be responsible for recruiting and training Republican volunteers to participate in the DCR, to fill vacant positions as

Precinct Committee People and District Captains, and to participate in broader community and civic affairs. The Political Engagement Committee shall also monitor and report on trends in voter registration and public sentiment on issues of political concern. The Second Vice-Chairman shall be a member of the Committee. In addition, the Committee shall consist of a Chairman and at least four other members.

Section 2. Special Committees.

Special Committees shall be appointed as necessary by the Chairman, or at the request of the Executive Committee and shall perform such duties as assigned by the Chairman or Executive Committee.

Section 3. Quorum Requirements.

The quorum of any standing or special committee shall consist of a majority of the members of the Committee.

ARTICLE XII. PRECINCT CAUCUSES

Section 1. Date of Caucus.

Precinct caucuses shall be held in even-numbered years on a date designated by law at either a private or public place in or proximate to each precinct as determined by the DCR Executive Committee and with notice posted as required by law.

Section 2. Eligibility to Vote.

Persons satisfying the following requirements shall be eligible to participate in and vote at a precinct caucus:

- A. Age. Eighteen years of age or older at the date of caucus.
- B. Citizenship. Citizen of the United States.
- C. Residency. A resident of the precinct for which the caucus is being held for no less than twenty-two (22) days prior to the date of caucus.
- D. Registration. Affiliated with the Republican Party for at least twenty-two (22) days before the date of caucus as shown on the registration books of the County Clerk and Recorder.
- E. Exceptions to Subsections (A) through (D):
 - (1) Any registered elector who has attained the age of eighteen (18) years within twenty-two (22) days of the caucus may vote at caucus even though they have been registered as a Republican for less than twenty-two (22) days before caucus.
 - (2) Any registered elector who has become a naturalized U.S. citizen during the twenty-two (22) days preceding the day of caucus may vote at caucus even though they have been registered as a Republican

for less than twenty-two (22) days before caucus.

(3) Any person who has pre-registered as a Republican as permitted by C.R.S. Section 1-2-101 and who has attained the age of seventeen (17) years as of the date of the precinct caucus and who will be eighteen (18) years of age on the date of the next general election may vote at caucus.

Section 3. Procedure.

- A. Election of Caucus Officers. The Committee People in attendance at the caucus shall act as the Chairman and Secretary of the caucus as they determine by lot or choice between them. If only one Committee Person is present, such person shall act as Chairman and a Secretary shall be elected from and by the eligible voters who are present. If no Committee Persons are present, then the Chairman and Secretary shall be elected by a majority of the eligible voters who are present and voting.
- B. Election of Delegates and Alternates.
1. Qualifications of Delegates. Person satisfying the following requirements shall be eligible to be elected as delegates or alternates from precinct caucuses to the County Assembly and/or Convention.
- A. Age. Eighteen (18) years of age or older at the date of the caucus;
- B. Residency. A resident of the precinct for which the caucus is being held for no less than twenty-two (22) days prior to caucus. A delegate or alternate who moves from the precinct where they were registered during the twenty-one (21) days prior to any caucus is ineligible to serve as a delegate or alternate from that new precinct.
- C. Citizenship. Citizen of the United States.
- D. Registration. Registered to vote and has been affiliated with the Republican Party for a period of at least twenty-two (22) days preceding the date of the precinct caucus.
- E. Exceptions to (a) through (d) Above.
- (1) Any person who has attained the age of eighteen (16) years during the twenty-two days immediately preceding the precinct caucus may be a delegate or an alternate even though he or she has been affiliated with the Republican Party for less than twenty-two (22) days as shown in the statewide voter registration system.
- (2) Any person who has become a naturalized citizen during the twenty-two (22) days immediately preceding the precinct caucus may be a delegate or alternate even though he or she has been affiliated with the Republican Party for less than twenty-two (22) days as shown in the statewide voter registration system.
2. The members of each precinct caucus shall elect the number of delegates and alternates to the County Assembly and/or County Convention as stated in the call of the Caucus, and which are in addition to any at large delegates as provided for in ARTICLE VII, Section 2, and shall elect alternates for such at large delegates. Members may vote for no more than the number of delegates plus the number of alternates to which the precinct is entitled; ballots with more votes than authorized are spoiled and not counted. Nominations for delegates may be made by any eligible

voter who is present, including the nominee, and a nomination does not need a second. Persons, not present but otherwise eligible to be elected as a delegate or alternate, may be nominated. The Committee People, shall be nominees as delegates to the County Assembly and/or Convention. Delegates and alternates shall be elected in the order in which they receive votes. Those persons receiving the greater number of votes shall be elected delegates until all delegate places are filled. Persons receiving votes, but not elected as delegates, shall be elected as alternates until all alternate places are filled. If two or more candidates receive an equal number of votes for the last available delegate or alternate place, the delegate or alternate place shall be determined by lot among those persons tied for the place.

1. The at large delegates, if any, to the County Assembly and/or County Convention as established by the DCR Executive Committee shall be in addition to the precinct delegate allocation.
2. A plurality vote shall elect delegates and alternates.
3. Cumulative voting (which allows an elector to cast more than one vote for a single candidate) shall not be permitted.

Section 4. Election of Two Committee Persons.

- A. Qualifications for Precinct Committee People. Persons satisfying the following requirements shall be eligible to be a candidate for election as precinct committee person:
 1. Age. Eighteen (18) years of age or older at the date of caucus.
 2. Residency. A resident of the precinct for which caucus is being held for no less than twenty-two (22) days prior to caucus.
 3. Citizenship. Citizen of the United States.
 4. Registration. Registered to vote and has been affiliated with the Republican Party for a period of at least twenty-two (22) days preceding the date of the precinct caucus.
 5. Exceptions to (1) to (4) Above.
 - (a) Any person who has attained the age of eighteen (18) years during the twenty-two (22) days immediately preceding caucus may be a candidate for precinct committee person even though he or she has been affiliated with the Republican Party for less than twenty-two (22) days as shown in the statewide voter registration system.
 - (b) Any person who has become a naturalized citizen during the twenty-two (22) days immediately preceding the precinct caucus may be a candidate for the office of precinct committee person even though he or she has been affiliated with the Republican Party for less than twenty-two (22) days as shown in the statewide voter registration system.
- B. Election of Precinct Committee People. The two persons who receive the greatest number of votes

at a precinct caucus for election as precinct Committee People shall be elected as the precinct Committee People for the precinct. If two or more candidates receive an equal number of votes for either of the precinct Committee Person positions, the election shall be determined by lot by such candidates.

A person does not have to attend his or her precinct caucus to be elected as precinct Committee Person.

- C. Term of Office. Each Committee Person shall begin his term of office immediately following the Precinct Caucus at which he/she was elected, shall hold such position for a term of two years after the date of his election, and each shall serve until his successor is duly elected or appointed and commences his term of office.
- D. Dispute Resolution. All disputes regarding the election of precinct Committee People shall be determined by the Credentials Committee of the County Assembly and/or County Convention.
- E. Realigned Precinct Boundaries. Within fifteen (15) days after the boundaries of an existing precinct are changed, and/or a new precinct is created ("realigned precinct"), the DCR District Captain shall select persons to fill the vacancies for precinct Committee People. If one (or two) present Committee Person(s) reside within the boundaries of the realigned precinct, such person(s) shall be selected as the precinct Committee Person(s) for that precinct. If more than two present precinct Committee People reside within the boundaries of the realigned precinct, the District Captain shall select new precinct Committee People for the precinct from among such present precinct Committee People. The District Captain shall select Precinct Committee People, if no present Committee People reside within the Precinct.
- F. Committee Person Vacancies. The DCR District Captain shall fill all Precinct Committee People vacancies within his/her District, and all persons selected to fill a Committee Person vacancy shall satisfy the qualifications for election of a precinct Committee Person. All Committee Person vacancies, and persons selected to fill said vacancies shall be reported to the DCR Secretary and to the DCR Executive Committee.

Section 5. Delegates and Nominees to Higher Assemblies.

- A. Single County State Representative and Senatorial Districts. In each state senatorial and/or representative district contained wholly within all or a part of Douglas County, those persons who have been designated as At Large delegates to the County Assembly/Convention and those persons who are elected within each precinct within such district as delegates or alternates to the County Assembly shall serve also as delegates or alternates to their respective state senatorial and representative district assemblies.
- B. Multi County State Representative and Senatorial Districts, Judicial District Congressional Districts, State Assembly and/or Convention. Members of the Precinct caucus also shall nominate in addition to those At Large Delegates as defined by the Executive Committee persons from the precinct to serve as delegates or alternates to higher assemblies and/or conventions as appropriate

including multi-county state representative and senatorial districts, judicial district, congressional districts, and state assemblies and/or conventions. Nominations may be made by members present at the Caucus, a nominee does not need to be present to be nominated, and a nomination does not need a second. Self nominations are appropriate. Only those persons who are delegates or alternates to the County Assembly and/or Convention shall be eligible for nomination as a delegate or alternate to any higher assembly or convention. The number of nominees from each precinct to higher assemblies and/or conventions shall be unrestricted.

- C. Delegate Ineligibility. A delegate or alternate who ceases to be a resident of the precinct from which such delegate or alternate was elected prior to the assembly and/or convention shall become ineligible to serve as a delegate or alternate from that precinct at such assembly or convention.

Section 6. Voting Procedures.

- A. Cumulative Voting. Cumulative voting, which allows an elector to cast more than one vote for a single candidate, shall not be permitted in the election of delegates or alternates to any assembly or convention.
- B. Proxy Voting. Proxy voting shall not be permitted.
- C. Secret Ballot. Delegates, alternates and precinct committee people shall be elected by a secret ballot.

Section 7. Election Judges.

The Precinct Committee People are responsible to solicit a minimum of three individuals residing within the Precinct, who qualify as members of the Caucus, who are willing to serve as Election Judges during the ensuing two years.

Section 8. Resolutions and Other Actions.

The precinct caucus may pass resolutions, conduct straw votes, or take other action on matters of concern to the voting members of the caucus. The precinct caucus may not instruct delegates or alternates to any assembly or convention in the manner in which they should or must vote at such assembly or convention.

Section 9. Caucus Records.

The Precinct Committee People elected at the caucus shall deliver to the appropriate DCR District Captain for delivery to the DCR Secretary within two (2) days after the caucus is held, caucus records as delineated in correspondence from the DCR Secretary, which include, but may not be limited to, the original sign-in sheet record of the name and address of each person who attends the caucus; certification of election of precinct Committee People; names, complete mailing address and telephone number of elected and at large delegates and alternates to the County Assembly or the County Convention; names, addresses and telephone numbers of nominees to higher assemblies; filled out Election Judge Candidate forms; and any other materials designated by the DCR Secretary. The District captain may make copies of materials for precinct and/or District records as may be appropriate. Voter

print-out lists and other materials, as may be designated by the DCR Secretary, will remain as Precinct Records.

ARTICLE XIII. PRECINCT COMMITTEE PEOPLE

Section 1. Duties.

Precinct Committee People shall report directly to the District Captain in their district and shall:

- A. Get Out The Vote (GOTV). Organize the precinct to get out the Republican vote on election day(s) for all Republican candidates.
- B. Distribute Republican Literature. Distribute campaign and party literature to Republican households within the precinct.
- C. Attend DCR Meetings. Attend DCR Central Committee Meetings, and District meetings. Committee People are also encouraged to attend other Republican activities within the County.
- D. Elect District Captain. Elect at the DCR Organizational meeting a District Captain, and elect successors for District Captain vacancies.
- E. Precinct Caucus. Secure location and make all arrangements for precinct caucus; post and maintain the notice of caucus sign at the selected caucus location no later than ten (10) days prior to precinct caucus day, and remove the sign following caucus; conduct the caucus as provided in these bylaws; and, complete precinct caucus reports delivering same to the District Captain.
- F. Other Duties. Perform such other duties as may be necessary and proper, or as prescribed by their District Captain, Chairman, or Executive Committee.

Section 2. Vacancies and Removal of Committee People.

- A. Vacancy. A vacancy shall exist in the event of a Committee Person's death, resignation, or removal. For the purpose of filling vacancies in Committee People, the "County Central Committee Vacancy Committee", as provided in C.R.S Section 1-3-103, shall be the DCR Executive Committee. In addition, the DCR Central Committee hereby delegates its authority to ratify appointments of Committee People, as provided by C.R.S. Section 1-3-103, to the DCR Executive Committee.
- B. Death or Resignation. Upon the death of a Committee Person or upon receipt of a Committee Person's resignation letter, the District Captain shall declare a vacancy to exist. Such resignation shall take effect on the date specified therein, and no acceptance of same shall be necessary to make it effective.
- C. Removal of Committee People. At the request of one-fourth of the Executive Committee, or a District Captain, removal of a Precinct Committee Person within that district may be considered. Precinct Committee People may be removed for good cause by the affirmative vote of two-thirds

of the Executive Committee present and voting at a regular meeting of the Executive Committee or by the affirmative vote of a majority of the DCR present and voting. Good cause for removal shall include the following:

1. The person does not meet the qualifications for precinct Committee Person as determined by the Credentials Committee.
2. The person has moved from the precinct from which elected or has changed party affiliation.
3. The person has actively or publicly solicited votes on behalf of, or actively or publicly supported the candidacy for public office in a partisan election of, a person affiliated with a political party other than the Republican Party.
4. The person has failed or refused to make reasonable or conscientious efforts to carry out the duties of a precinct Committee Person as set forth in this Article.
5. The person has publicly declared his or her intention to be a candidate for elective office in a partisan election. This provision shall not apply to any person announcing his or her intention to accept nomination to fill a vacancy.

- D. Automatic Removal. Precinct committee people are automatically deemed to have resigned if it is established by public action or public record that the individual has violated Article XIII Section 2(C)2 or 2(C)5, or if postal mail sent to the precinct person's address as recorded with the Secretary is returned as undeliverable and a subsequent attempt by the Secretary to contact the individual at the phone number as recorded with the Secretary is unsuccessful, or if no phone number is on file.
- E. Notice of Meeting for Removal. Written notice of any meeting of the Executive Committee or DCR for the purpose of removing or attempting to remove a Committee Person shall be given at least thirty (30) days in advance to all members of such body and the person proposed to be removed, and such person shall be entitled to attend the meeting and be heard. The notice shall state the alleged cause(s) for removal. The discussion shall be relevant to the causes set forth in the notice. If the person is removed from the office of Committee Person by the Executive Committee, or the DCR, such person shall be given written notice of removal forthwith after such meeting by the Secretary. In the case of removal of a Committee Person, the removed Committee Person shall be ineligible to fill the vacancy created by his or her removal.
- F. If there is a District in which the office of District Captain is vacant, and if there are vacancies in Precinct Committee Persons for one or more precincts within that District, then, as an alternative to the provisions of Section 5 of Article XIV, the Chairman, with the consent of the Executive Committee, may appoint qualified individuals to fill such precinct vacancies. Each person so appointed shall meet the qualifications for Precinct Committee Person required by Colorado law, the CRC Bylaws, and these Bylaws.
- G. Successors in Office. A person appointed to fill a vacancy shall continue in office for the unexpired

term of his or her successors in office.

ARTICLE XIV. DISTRICTS AND DISTRICT CAPTAINS

Section 1. County Republican Districts.

The DCR Executive Committee shall divide the County into at least eight (8) County Republican Districts, each consisting of one or more whole precincts. In determining how to divide the county into districts, consideration shall be given to the number of registered voters in each district, the geographical size and location, and any other factors which may benefit the purposes or effectiveness of the DCR.

Section 2. Office of District Captain.

There shall exist the office of the District Captain for each district as delineated by the Executive Committee.

Section 3. Election of District Captains.

The District Captains shall be nominated and elected by majority vote at a meeting called concurrently with the organizational meeting of the DCR. At such meeting, only the current District Captain, the precinct Committee People, and those DCR Officers or Elected Officials, as delineated in ARTICLE I, Section A, who live within the District shall be entitled to vote for the District Captain. The District Captains shall assume their duties at the close of the organizational meeting and shall serve a term of two years or until their successors are elected.

An Assistant District Captain who must be a Precinct Committee Person shall be appointed by the duly elected District Captain. The Assistant District Captain shall assist the District Captain, including attending Executive Committee meetings in the absence of the elected District Captain. This Assistant District Captain shall be eligible to vote at an Executive Committee meeting only in the absence of the elected District Captain.

The following shall apply to the election of District Captains.

- A. Eligibility. District Captains shall reside within the District in which they are elected.
- B. Voting Procedures. If no person has received the required majority vote after one ballot, the nominee receiving the fewest votes on such ballot shall be dropped from all subsequent ballots unless one or more nominees shall have withdrawn during or following this balloting. The nominee receiving the fewest votes on each ballot thereafter shall also be dropped from subsequent ballots unless one or more nominees withdraw following such ballot. Balloting shall continue in this manner until a majority vote is cast for one nominee for such office.
- C. Secret Ballot. If more than one person is nominated for the office of District Captain, the voting for such office shall be by secret ballot. If only one candidate is nominated, election may be by acclamation.

- D. Resignation of Other Position. If a District Captain is a Committee Person at the time of his or her election, then upon assumption of the office of District Captain, such person shall be deemed to have resigned such other position, and a vacancy shall be declared in the office of Committee Person in the appropriate precinct.

Section 4. Duties of District Captains.

The District Captains shall serve as voting members of the Executive Committee. In addition, District Captains shall:

- A. Conduct the election for District Captain at the organizational meeting.
- B. Fill any vacancies in the office of Committee Person from his/her district, and report same to both the DCR Secretary and Executive Committee, subject to the provisions of ARTICLE VII, Section 2, E.
- C. Distribute campaign literature, Republican and DCR information to Precinct Committee People.
- D. Conduct one training session, or participate in county-wide training sessions for the district Precinct Committee People prior to the precinct caucus.
- E. Insure the proper conduct of the precinct caucuses within the district, including all pre-caucus requirements of site selection and notice posting, and transmittal of precinct caucus reports to the Secretary within two (2) days following the caucus.
- F. Be members, or name a designee, for DCR Credentials Committee and any other committee requiring a representative from each District.
- G. Conduct District meetings at County Assembly and/or Convention to elect delegates and alternates to higher assemblies and/or conventions.
- H. District Captains, or their designees, shall compose the Registration Committee and the Credentials Committee for all DCR meetings, and shall assist the DCR Chairman in registration and credentials for all higher assemblies, and shall arrive at said higher assemblies no later than one hour prior to the scheduled Call to Order.

Section 5. Vacancies and Removal of District Captain.

- A. Vacancy Conditions. A vacancy shall exist in the event of a District Captain's death, resignation, or removal, or if a District Captain no longer meets the membership qualifications of Article IV, Section 1(C), or if a District Captain no longer resides in the district he or she represents, or if a District Captain election at a DCR organizational meeting fails to elect a District Captain, or if the boundaries of an existing district are changed, or a new district is created by the Executive Committee, and there is no District Captain residing in the realigned or new district, or if the boundaries of an existing district are changed, or a new district is created by the Executive

Committee, and there is more than one District Captain residing in the realigned or new district.

- B. **Declaration of Vacancy.** If a vacancy, as defined in Section 5(A) above, has occurred, the Secretary shall declare a vacancy to exist and shall date such declaration. If a letter or other communication which states a District Captain's intention to resign has an effective date, then the resignation shall take effect on the date so specified. If such letter or other communication does not have an effective date, the resignation shall be effective immediately. Resignations do not have to be accepted in order to take effect. If the Secretary has failed to declare a vacancy in office as required, then the Executive Committee shall declare a vacancy to exist either at the next regular meeting of that Committee or at a special meeting called for that purpose.
- C. **Removal of District Captains.** At the request of one-fourth of the Executive Committee or one-fourth of the Precinct Committee People within a District, removal of a District Captain may be considered. District Captains may be removed for good cause by the affirmative vote of two-thirds of the Executive Committee present and voting at a regular meeting of the Executive Committee or by the affirmative vote of a majority of the DCR present and voting. Good cause for removal shall include the following:
1. The person has moved from the district from which elected or has changed party affiliation.
 2. The person has actively or publicly solicited votes on behalf of or actively or publicly supported the candidacy for public office, in a partisan election, of a person affiliated with a political party other than the Republican Party.
 3. The person has failed to attend three consecutive meetings of the Executive Committee.
 4. The person has failed or refused to make reasonable or conscientious efforts to carry out the duties of the office as described in these bylaws.
 5. The person has publicly declared his or her intention to be a candidate for elective office in a partisan election. This provision shall not apply to any person announcing his or her intention to accept the nomination to fill a vacancy.
- D. **Notice of Meeting for Removal.** Written notice of any meeting of the Executive Committee or DCR for the purpose of removing or attempting to remove a District Captain shall be given at least ten (10) days in advance to all members of such body and the person proposed to be removed, and such person shall be entitled to attend the meeting and be heard. The notice shall state the alleged cause(s) for removal. The discussion shall be relevant to the causes set forth in the notice. If the person is removed from the office of District Captain by the Executive Committee or the DCR, such person shall be given written notice of removal forthwith after such meeting by the Secretary.
- E. **Vacancy Committee.** The Vacancy Committee for the purpose of filling a vacancy in the office of District Captain shall consist of the Precinct Committee People who reside within the district. The Chairman and Secretary of the DCR shall conduct the meeting, but their presence shall not count in determining a majority of those present, and they shall not vote.
- F. **Filling the Vacancy.** The Vacancy Committee shall fill the vacancy of a District Captain as soon as practicable by electing a qualified person to such office by the affirmative vote of a majority of those present and voting. In the case of a realigned or new district in which there is no District Captain and there are existing Precinct Committee People, the District Captain vacancy shall be

filled by the Vacancy Committee. In the case of a realigned or new district in which more than one District Captain resides, the District Captain vacancy shall be filled by the Executive Committee. In the case of a district (whether existing, realigned, or new) in which there is no District Captain and there are no Precinct Committee People, the District Captain vacancy shall be filled by the Executive Committee. In the case of a district where a District Captain election at a DCR organizational meeting has failed to elect a District Captain, or where a meeting of the Vacancy Committee for that district has failed to fill the vacancy, the District Captain vacancy shall be filled by the Executive Committee. In all cases where a vacancy is filled by the Executive Committee, an affirmative majority vote of those present and voting shall be sufficient. In the case of a removal of a District Captain, the removed District Captain shall be ineligible to run to fill the vacancy created by his or her removal.

- G. Vacancy Committee Meeting. The Chairman and Secretary of the DCR shall conduct the Vacancy Committee meeting, shall set the time, date and place, and deliver the notice of the meeting at least ten (10) days in advance, and take such other acts and actions as may be necessary.
- H. Successors in Office. A person elected to fill a vacancy shall continue in office for the unexpired term of his or her predecessor in office.

ARTICLE XV. ASSEMBLIES AND CONVENTIONS

Section 1. County Assembly and/or Convention.

- A. Date and Location. As determined by the Executive Committee, the County Assembly and/or Convention shall be held at a time, date (not less than ten (10) days nor more than thirty (30) days after precinct caucus day) and place in Douglas County, if possible.
- B. At Large Delegates. The elected officers of the DCR, the District Captains, and the Elected Officials who reside in Douglas County shall serve by designation as at large voting delegates to the County Assembly and County Convention. The at large delegates shall be in addition to the precinct delegate allocation. All other delegates and alternates to the County Assembly shall be elected from their respective precincts in accordance with the call of the precinct caucuses.
- C. Allocation of Delegates. Subject to Section 1(B) of this Article XV, delegates and alternates to the County Assembly and/or Convention shall be proportioned to each County precinct by the Executive Committee based on votes cast at the last general election within said precinct for the Republican candidate for president or governor. The previous sentence notwithstanding, each County precinct that has registered Republican voters residing in it shall be entitled to a minimum of two (2) delegates to the County Assembly and/or Convention. Any County precinct that has zero registered Republican voters residing in it shall not be entitled to any delegates to the County Assembly and/or Convention. If new precincts have been created within the County since the last election for president or governor, the number of delegates from such precincts to the County Assembly and/or Convention shall be based on Republican registration within each said precinct approximately 60 days before the date of the precinct caucuses.
- D. Contents of the Call. The Call of the County Assembly and/or Convention shall include a statement

of the date, time, place and purpose of the Assembly and/or Convention. In addition, the call shall state the number of delegates and alternates to be elected from the precinct caucus and nominated to other assemblies and conventions. At the request of the Chairman of any State Representative or Senate District lying wholly within Douglas County, the call for the County Assembly and/or Convention shall include the Call for the Assembly of such district.

Section 2. Election of Delegates and Alternates to Higher Assemblies and/or Conventions.

- A. State Representative and Senatorial District Lying Wholly Within Douglas County. As provided in the Colorado Revised Statutes, all delegates and alternates to the County Assembly/ Convention, including those at large delegates, who reside in such district, shall be delegates and alternates to those State Representative and Senatorial Districts lying wholly within Douglas County.
- B. Multi County State Representative and Senatorial Districts Judicial District Congressional Districts Which Include Portions or All of Douglas County, and the State Assembly and/or Convention. The DCR Chairman, or his designee, shall be the Chairman for the Douglas County Delegation to each Higher Assembly, including the State Assembly/Convention.
- C. Rules of General Application for Election of Delegates and Alternates.
- D. At Large Delegates. At large Delegates to the County Assembly shall be at large delegates to each higher assembly/convention, which include portions or all of Douglas County, in which they reside, and the State Assembly/Convention.
- E. Allocation of Delegates. The remaining number of delegates and alternates to higher assemblies and/or conventions shall be proportioned to each County Republican District by the Executive Committee based on votes cast at the last general election for the Republican candidate for president or governor. Said allocations to be recommended by the DCR Chairman or his/her designee.
- F. Election of Delegates and Alternates. The remaining delegates and alternates to the higher assemblies shall be elected at the County Assembly/Convention by each County Republican District by the delegates, including the at large delegates, who reside in that District, Delegates and alternates to the higher assemblies shall be elected in the order in which they receive votes. Those persons receiving the greater number of votes shall be elected delegates until all delegate places are filled. Persons receiving votes, but not elected as delegates, shall be elected as alternates until all alternate places are filled. If two or more candidates receive an equal number of votes for the last available delegate or alternate place, the delegate or alternate place shall be determined by lot among those persons tied for the place.
- G. Eligibility for Delegate and Alternate Places. Unless otherwise provided by law, any delegate or alternate nominated to attend higher assemblies and/or conventions must be an at large delegate or have been elected as a delegate or alternate from his or her precinct to the County Assembly but need not attend the County Assembly.

- H. Allocation of Alternates to Higher Assemblies. At each higher multi-county or state assembly/conventions, as soon as delegates seats have been filled in each DCR District, no later than 15 minutes prior to the scheduled Call to Order at that particular Assembly, District Captains or their designees shall provide the names of alternates who have been seated, and who are present, to the County Chairman who will select by lot, as required, alternates to fill delegate vacancies in other DCR Districts.

Section 3. Voting in County Assembly and Convention.

- A. Proxy Voting. No proxies shall be allowed or recognized in the County Assembly or Convention.
- B. Delegate Vacancies. Any vacancy due to the absence, ineligibility, resignation, death, or inability to serve as a delegate shall be filled immediately from among the alternates in attendance from the precinct for which there is a vacancy. Beginning with the first alternate, alternates shall be seated as delegates by numerical order.
- C. Unit Rule Voting. Unit Rule Voting, by which the vote of an entire delegation or a portion of a delegation is cast according to the majority vote within the delegation or portion of a delegation shall not be permitted.
- D. Cumulative Voting. Cumulative voting shall not be permitted.
- E. Balloting. No delegate shall be entitled to cast more than one vote per candidate per ballot.
- F. Delegate Instruction. The County Assembly and County Convention may not instruct delegates or alternates to higher assemblies/conventions in the manner in which they should or must vote at such assemblies and/or conventions.
- G. Candidate Eligibility. No person shall be eligible for designation by the County Assembly as a candidate for nomination at any primary election unless such person has met the qualifications of the Colorado Election laws.
- H. Quorum. The quorum at the county assembly and/or convention shall consist of those delegates present.

Section 4. Resolutions.

Before any resolution may be considered by the County Assembly or County Convention, it shall be submitted in writing to the Resolutions Committee of such body at least ten (10) days before the assembly or convention convenes unless the assembly or convention, by majority vote, determines whether or not to permit consideration of any resolution offered from the floor.

Section 5. Disputes.

The Credentials Committee shall resolve all disputes.

Section 6. Credential Committee of the County Assembly/Convention.

The District Captains and the appointed Credentials Committee Chairman shall act as the Credentials Committee for the purpose of determining the qualification of any person to serve as a delegate or alternate to the County Assembly or County Convention. If the Credentials Committee is unable to render a decision by a majority vote on the qualification of a person to serve as a delegate or alternate to the County Assembly or County Convention, those delegates who are present and whose qualifications are undisputed shall determine by majority vote whether such person is qualified as a delegate or alternate to the County Assembly or Convention.

Section 7. Endorsement and Support of Candidates Elected at County Assembly/Convention Prior to the Primary Election.

In cases where only one candidate for an office has been designated by the County Assembly/ Convention for such office, and the other candidates for such office (if any) have been designated by petition as provided pursuant to Colorado Statutes, the DCR (as an entity), its officers, and its committees shall endorse and support the candidate designated by the Assembly/Convention prior to and through the Primary Election. The amount of financial support, if any, provided by the DCR to such candidate(s) and the manner of its use shall be determined by a vote of the Executive Committee at a regular, or special meeting called for such purpose, subsequent to the County Assembly/Convention. Following the Primary Election, the DCR, its officers, and its Committees shall endorse and support the Republican candidate as determined at the Primary Election.

ARTICLE XVI. PARLIAMENTARY PROCEDURE

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

ARTICLE XVII. AMENDMENT OF BYLAWS

Section 1. Proposed Amendments.

These bylaws may be amended at any meeting of the DCR Central Committee by the affirmative vote of two-thirds of those voting members of the DCR who are present and voting, provided that the proposed amendment was submitted to the Bylaws Committee for review before the date of the meeting, and reference was made to the proposed amendments in the notice of the meeting.

Section 2. CRC Bylaw Amendments.

Amendments to CRC Bylaws which affect DCR bylaws are automatically incorporated and appended by reference into DCR bylaws and do not require a DCR vote.

Section 3. Conforming Changes.

The Secretary, with the unanimous consent of the Bylaws Committee, may change the numbers and letters designating Articles, Sections, Sub-Sections, Paragraphs, and Sub-Paragraphs of these Bylaws for the sole

purpose that these Bylaws shall read as an internally consistent document. The Secretary, with the unanimous consent of the Bylaws Committee, may change the numbers and/or letters of any internal reference or cross-reference to Articles, Sections, Sub-Sections, Paragraphs, and/or Sub-Paragraphs for the sole purpose that these Bylaws shall read as an internally consistent document. No change made pursuant to this Section may have the effect of changing the substantive meaning of any provision of these Bylaws. Changes made pursuant to this Section shall not require a DCR vote.

Adopted February 9, 2000. Restated and amended February 8, 2005. Amended June 22, 2010. Amended February 11, 2011. Amended July 24, 2012. Amended February 5, 2013. Amended February 7, 2017. Amended February 5, 2019. Amended February 5, 2020. Amended February 23, 2021. Amended February 5, 2022.



Stu Parker, Chairman

APPENDED: CRC Bylaws