

INDEX TO
 CONSTITUTION AND BY-LAWS
 OF THE
 PARSIPPANY REPUBLICAN MUNICIPAL COMMITTEE

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CONSTITUTION AND BY-LAWS OF THE
PARSIPPANY REPUBLICAN MUNICIPAL COMMITTEE
(As Amended, Restated and Adopted on November 13, 1989)

ARTICLE I. NAME

This organization shall be known as the "Parsippany Republican Municipal Committee."

ARTICLE II. OBJECTIVES

1. To establish the principles, direct the affairs and further the interests of the Republican Party and the Republican Organization,
2. To serve the Township of Parsippany-Troy Hills (the "Municipality") in such a way as to enhance and further the purpose of the Republican Party.
3. To offer vigorous support for the election of those candidates who have been elected In the Primary Election to bear the standard of the Republican Party.

Pursuant to these objectives and in accordance with the law, the following Constitution and By-Laws are adopted.

ARTICLE III. MEMBERSHIP

SECTION 1. FORMATION

This Organization shall consist of one male and one female member of each election district in the Municipality, to be elected every two years by primary election for the general election in the manner provided by law. The members of the Municipal Committee shall take office on the first Saturday following their election in the Primary Election on which day the terms of all members of the Municipal Committee previously elected shall terminate.

The Chairman may appoint district leaders from the Municipal Committee to oversee and act as liaison between the Executive Committee and the Municipal Committee at large.

SECTION 2. ORGANIZATION

The Organization Meeting of the Municipal Committee shall be held annually on the first Monday following the primary election for the general election, at an hour and place to be designated in a notice to be given by the Chair of the outgoing Municipal Committee to each member-elect. The members-elect shall present their credentials to the outgoing Chair, and these being accepted and filed, the Municipal Committee shall

proceed to organize and elect its officers and transact such other business as may come before the meeting.

SECTION 3. VACANCIES

When a member of the Municipal Committee ceases to be a resident of the election district from which elected, a vacancy on the Municipal Committee shall exist. A member of the Municipal Committee may resign at any time and upon acceptance thereof by the Municipal Committee a vacancy shall exist. A vacancy in the office of a member of the Municipal Committee, however caused, shall be filled for the unexpired term by the affirmative vote of a majority of the remaining members of the Municipal Committee present at a regular or special meeting, provided a quorum shall be in attendance.

ARTICLE IV. OFFICERS AND THEIR DUTIES

The Officers of the Municipal Committee shall be a Chair, a Vice-Chair, a Recording Secretary, a Corresponding Secretary, a Treasurer, a Parliamentarian and a Sergeant-at-Arms, each of whom shall hold office for a term of two (2) years end thereafter until a successor is elected. Their duties shall be those usually performed by the holders of similar offices and such other duties as may be prescribed by the Municipal Committee from time to time.

ARTICLE V. MEETINGS

SECTION 1. REGULAR MEETINGS

The Municipal Committee shall meet at such dates and time and such place as shall be determined, from time to time, by the Chair, but at least a minimum of three times each year in addition to the annual Organization Meeting. Notice of regular meetings shall be given to all members of the Municipal Committee personally or by mail, telephone or telegram, at least seven (7) days prior to the date fixed for such meeting. Such Notices shall set forth the place, date and time of said meeting and the meeting shall commence promptly pursuant to said notice.

SECTION 2. SPECIAL MEETINGS

Special meetings may be called by the Chair, or shall be called by the Chair within two weeks after the receipt of the written request of the Executive Committee on seventy-two (72) hours' prior notice to each member of the Municipal Committee delivered either personally by mail, by telephone or by telegram. The notices of special meetings shall specify the place, date, time, and, object or objects for which such meetings are called.

ARTICLE VI. COMMITTEE DISCIPLINE

The Municipal Committee reserves the right to exercise censure of any member or members who do not meet the principles and ideals set forth in this Constitution and By-Laws. The affirmative vote of two-thirds vote of the Executive Committee present at a regular or special meeting, provided a quorum is present, shall be necessary to carry out censure. The right to appeal to the Municipal Committee as a whole is reserved for any member or members who are the object of censure action. A member or members who are the object of censure must be notified by Registered Mail, return receipt requested, at least five (5) days prior to the Executive Committee meeting at which censure is to be considered.

ARTICLE VII. AMMENDMENTS

The Constitution and By-Laws may be altered, amended or repealed at any regular or special meeting of the Municipal Committee by the affirmative vote of two-thirds of the members present, provided a quorum shall be in attendance at the meeting in accordance with the By-Laws and also provided that the proposed alteration, amendment or substitution shall have first been presented at a regular or special meeting of the Municipal Committee, or Executive Committee, and written notice of such proposed alteration, amendment or substitution shall have been sent to each member by the Secretary at least seven (7) business days prior to the meeting at which the proposed alteration, amendment or substitution is to be voted upon. In case the proposed alteration, amendment or substitution is to be voted upon at the Annual Organization Meeting, the written Notice of the proposed alteration, amendment or substitution shall be incorporated in the Notice of the Organization Meeting which is sent to each member, and the requirement that the Notice shall be given seven (7) business days prior to the meeting shall be inapplicable.

BY-LAWS

SECTION 1. ORDER OF BUSINESS

1. Salute to Flag
2. Roll Call
3. Minutes of the previous meeting regular or special
4. Report of the Treasurer
5. Report of other officers
6. Reports of executive and other Committees
7. Communications
8. Unfinished Business
9. New Business
10. Adjournment

SECTION 2. QUORUM AND VOTING

At all meetings of the Municipal Committee twenty (20%) percent of the total membership of the Municipal Committee shall constitute a quorum for the transaction of business, provided that if a quorum is not present, a majority of the members present may adjourn the meeting from time to time without further notice. At any adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the original meeting. Withdrawal of members from any meeting which leaves, less than a quorum shall not prevent the remaining members from conducting business until adjournment.

Voting on any question or in any election may be by voice vote unless the presiding officer orders that voting be by written ballot. Voting by proxy is expressly prohibited.

The act of a majority of the members present at a meeting at which a quorum is present shall be the act of the Municipal Committee, unless the act of a greater number is required by law or this Constitution and By-Laws.

SECTION 3. FINANCES

All monies received shall be deposited by the Treasurer In the name of "Parsippany Republican Municipal Committee" in a bank or banks in Parsippany-Troy Hills to be selected by the Treasurer and approved by the Municipal Committee. Notice of such selection shall be given to the Municipal Chair and the Secretary. All monies paid by the Treasurer shall be upon the authorization, direction and written approval of the Municipal Chair and the Treasurer. Either the Chair or the Vice-Chair and the Treasurer are to be authorized to sign bank drafts upon Committee funds. All expenditures are to be backed by a voucher detailing the expenditure. If there is an anticipated expenditure of \$100 or more for any single purpose, then such expenditure shall not be made without the prior approval of the Municipal Committee.

SECTION 4. COMMITTEES

A. EXECUTIVE COMMITTEE

The Executive Committee shall consist of the Chair, Vice-Chair, Recording Secretary, Corresponding Secretary, Treasurer, Sergeant-at-Arms, Parliamentarian, Chair of all Standing Committees of the Municipal Committee, and all District Leaders.

The Executive Committee shall meet monthly or on call of the Chair. The Executive Committee shall direct the work of the Municipal Committee and shall receive and act upon the reports of the Standing Committees.'

B. STANDING COMMITTEE

The Standing Committees of the Municipal Committee shall consist of the Finance Committee, Committee on Districts and Vacancies and the Publicity Committee. The Chair of each such Standing Committee shall be designated by the Municipal Chair and appointed by an affirmative vote of a majority of the members present in person at a regular or special meeting of the Municipal Committee at which a quorum is present.

The FINANCE COMMITTEE shall have charge of the raising of funds for the Municipal Committee. The Committee shall report all donations of money or other properties to the Municipal Chair, who shall have the power to accept or reject the donation in whole or in part.

The COMMITTEE ON DISTRICTS AND VACANCIES shall find persons to fill vacant Municipal Committee seats. The Committee shall consult with present County Committee members of that district. Approval by a majority of the members present at a regular or special meeting, provided a quorum shall be in attendance, shall be necessary for any appointment. All matters concerning and pertaining to district boundaries shall be included in the functions of this Committee.

The PUBLICITY COMMITTEE shall procure publicity for functions of the Municipal Committee and shall prepare and distribute all information concerning the activities of the Municipal Committee or its members as may be approved by the Municipal Chair. This Committee shall also prepare all publications issued by the Municipal Committee.

C. SPECIAL COMMITTEES

The MUNICIPAL CHAIR shall have the authority to create from time to time such other committees as he or she shall deem necessary for the proper conduct and the orderly administration of the Municipal Committee. Such special committees shall exist only until the accomplishment of the particular purpose for which they are formed.

D. TERM OF-OFFICE

Members of all committees excluding the Executive Committee, shall serve for a term of one (1) year, except that such term of office shall not continue beyond the end of the fiscal year of the Municipal Committee in which such member was appointed,

E. QUORUM

A majority of the committee members present, in person, at any meeting of any committee, shall constitute a quorum and all questions shall be decided by a majority vote.

SECTION 5. OFFICER VACANCIES

Immediately upon receipt of written resignation or the creation of a vacancy for any reason in the office of the Chair, the Vice-Chair will automatically progress to the office of Chair if he/she so desire. Immediately upon receipt of written resignation or the creation of a vacancy for any reason in the office of Vice-Chair, the Recording Secretary shall, within seven (7) days, call a special meeting of the Municipal Committee for the purpose of filling such a vacancy.

Upon receipt of the written resignation or the creation of a vacancy for any reason of any other office, the Municipal Chair shall immediately appoint a successor for the unexpired term.

SECTION 6. DUTIES OF THE OFFICERS

The MUNICIPAL CHAIR shall be Chair of the Executive Committee and preside at all meetings. Issue all calls for meetings and shall appoint the Chair of all Standing Committees as set forth in these By-Laws,

The VICE-CHAIR shall perform such duties as may be a signed by the Chair or the Executive Committee, in the absence of the Chair; the Vice-Chair shall temporarily perform the duties of the Chair.

The RECORDING SECRETARY shall keep a record of the minutes of all meetings of the Municipal Committee and the Executive Committee and report to the Municipal Committee at all regular or special meetings of the Municipal Committee.

The CORRESPONDING SECRETARY shall attend to all correspondence of the Municipal Committee.

The TREASURER shall have the care and custody of all funds of the Municipal Committee, and shall collect and pay out the same as directed by the Municipal Chair. The Treasurer shall deposit funds of the Municipal Committee in such depository or depositories as shall be designated in accordance with the provisions of the By-Laws. The Treasurer shall render a full and complete accounting of all transactions and of the financial

condition of the Municipal Committee at each regular meeting and whenever requested by the Chair, the Executive Committee or by the Municipal Committee.

The PARLIAMENTARIAN shall perform the duties of general counsel for the Municipal, Committee, and shall decide questions of Interpretations of these By-Laws, and be the Authority for ROBERTS RULES OF ORDER,

The SERGEANT-AT-ARMS shall maintain order during meetings, eject persons for creating a disturbance or other infractions of the rules; shall count the vote when a rising "yes" or "no" is taken; and shall perform such other duties as may from time to time be required by the Chair or the Executive Committee.

SECTION 7. HONORARY MEMBERSHIP

All elected officials of the Republican Party on the municipal, county, state, or national level who are residents in the Municipality shall be Honorary Members of the Municipal Committee. In addition, persons who have demonstrated loyalty and dedication to the Republican Party may be elected Honorary Members of the Committee by the affirmative vote of two-thirds of the membership present at any regular meeting at which a quorum is present,

Each Honorary Member shall have all of the rights, privileges and duties prescribed by this Constitution and By-Laws and such other rights and privileges as the Municipal Committee may, from time to time, establish by resolution except the right to vote at any regular or special meeting of the Municipal Committee or hold office or serve on the Executive Committee.

SECTION 8. PARLIAMENTARY PROCEDURE

The rules contained in ROBERTS RULES OF ORDER REVISED (latest edition) shall govern the Municipal Committee in all cases to which they are applicable and in which they are not consistent with the law, with these By-Laws, or with any special rule of order of the Municipal Committee.

SECTION 9. GENERAL PROVISIONS

All rules or By-Laws in force are hereby repealed, and this Constitution and By-Laws shall go into effect immediately upon adoption by the Parsippany Republican Municipal Committee.

FORCE AND EFFECT OF CONSTITUTION AND BY-LAWS

This Constitution and By-Laws are subject to the provisions of Title 19, Chapter 5 of the New Jersey Statutes. If any provision in this Constitution and By-Laws is inconsistent with a provision in that Title, the provision of that Title shall govern.

FISCAL YEAR

The fiscal year of the Municipal Committee shall begin on the first Monday following the primary election for the general election in each calendar year and shall continue for a period of twelve months thereafter.