

Lorain County Tea Party

BYLAWS

Article I

Name

The name of this organization is Lorain County Tea Party.
(Hereinafter it is called LCTP.)

Article II

Mission and Limitations

Section 1. Mission, Values and Philosophy

Mission Statement

(Amendment 6)

Our mission is to educate, organize, and mobilize our members to influence and secure public policy that is consistent with our core values.

- Identify, recruit and support candidates for elected office.
- Formulate positions on ballot issues affecting our membership.
- Support educational opportunities for the next generation.
- Defend items of constitutional concern.

Our Core Values

- Fiscal Responsibility
- Constitutionally Limited Government
- Free Markets

Fiscal Responsibility

Honors and respects the freedom of the individual to spend the money that is the fruit of their own labor. A constitutionally limited government, designed to protect the blessings of liberty, must be fiscally responsible or it must subject its citizenry to high levels of taxation that unjustly restricts the liberty our Constitution was designed to protect. The runaway deficit spending of Congress in Washington D.C. compels us to take action as the increasing national debt is a grave threat to our national sovereignty and the personal and economic liberty of future generations.

Constitutionally Limited Government

The LCTP members are inspired by our founding documents and regard the Constitution of the United States to be the supreme law of the land. We believe that it is important to know the original intent of the government our Founders set forth and stand in support of that intent. Like the Founders, we support states' rights for those powers not expressly stated in the Constitution. As the government is of the people, by the people and for the people, in all other matters we support the personal liberty of the individual, within the rule of law.

Free Markets

A free market is the economic consequence of personal liberty. The Founders believed that personal and economic freedom were indivisible, as do we. Our government's interference distorts the free market and inhibits the pursuit of individual and economic liberty. Therefore, we actively promote a return to the free market principles on which this nation was founded and oppose government intervention into the operations of private business.

Our Philosophy

LCTP is a non-partisan grassroots organization of individuals united by our core values derived from the Declaration of Independence, the Constitution of the United States of America and the Bill Of Rights and the Federalist Papers. We recognize and support the strength of grassroots organization empowered by activism and civic responsibility at a local level. We hold that the United States is a republic conceived by its architects as a nation whose people were granted "unalienable rights" by our Creator. Chiefly among these are the rights to "life, liberty and the pursuit of happiness." The LCTP stands with our Founders, as heirs to the republic, to claim our rights and duties which preserve their legacy and our own. We hold, as did the Founders, that there exists an inherent benefit to our country when private property and prosperity are secured by natural law and the rights of the individual.

Section 2. Limitations

LCTP shall be limited to activities that advance our mission that are permissible under law and are in compliance with a charter under Ohio Revised Code as relates to an Unincorporated Association.

Article III

Membership

Section 1. Eligibility

Any person who supports Article II shall be eligible for membership.

LCTP does not discriminate based on race, creed, sex, religion, national origin, sexual orientation or political party. (Amendment 7)

Section 2. Types of Membership

LCTP shall have two categories of membership:

1. General Members: These are members who are Ohio registered voters and have paid membership dues. These members may vote on items requiring General Membership approval.
2. Associate Members: These members are not voting members for one or both of the following reasons a) they are not Ohio registered voters or b) they have not paid membership dues.

Notification of a vote requiring General Member participation will be posted on the website at least seven days before the vote is scheduled.

Members must be present to vote. The Chairman shall determine method of voting (show of hands, voice, etc.).

Section 3. Revocation of General Membership

LCTP Steering Committee may deny or revoke membership of any person at any time should that person (1) conduct such actions as to embarrass, discourage, undermine, inhibit or obstruct LCTP, its coalition partners, alliances, or other members in the pursuit of the mission and goals of LCTP, or (2) to cause duly authorized membership administrators of LCTP to conclude that their membership could pose an unacceptable risk to LCTP.

The individual whose membership is to be revoked, shall be notified in advance of the Steering Committee Meeting date at which the revocation will be considered. At that meeting, such member will have an opportunity to defend their actions.

The final determination will require a majority vote of a quorum of the Steering Committee. If the person in question is a member of the Steering Committee, they cannot vote. This determination is without appeal.

Section 4 Dismissal of Committee Chairmen

LCTP Steering Committee may dismiss a Standing or Temporary Committee Chairman for failure to carry out committee duties or such other actions as described in **Article III** Section 3. Removal shall be by a majority vote of a quorum of the Steering Committee. If the person in question is a member of the Steering Committee, they cannot vote. This determination is without appeal.

Section 5. Dues

LCTP reserves the right to establish dues as a requirement of membership or for access to the website or other resources of LCTP. The dues will be determined annually by the Steering Committee. Paid membership dues are non-refundable. (Amendment 4)

ARTICLE IV

Executive Committee

(see Addendum 1. for Organization Chart)

Section 1. Manner of selection and term of office:

The members of the Executive Committee will be elected by a majority of a quorum of the General (voting) Members at the annual meeting in odd-numbered years. Nominations for each position will be taken and seconded from the floor. Slates of candidates for any or all Executive Committee positions can be sponsored by any group of the membership. However, each member of the slate must be voted on separately during the voting time for that particular office. (Amendment 4)

Members of the Executive Committee may hold no more than two (2) positions on the Executive Committee. In the event one member holds two (2) positions, that member will cast only one (1) vote on matters before the Executive Committee.

The term of office shall be two years.

(Amendment 3A)

The current presiding Chairman shall chair the election process.

The Chairman shall determine method of voting (show of hands, voice, etc.). In the event of a tie vote, the direction of the Chairman's vote will prevail except for the following circumstance. When the tie vote is for the new Chairman and one of the candidates is the current presiding Chairman, the direction of the remaining Executive Committee (i.e. Assistant Chairman, Secretary and Treasurer) votes will prevail.

(Amendment 4)

The new Executive Committee will assume their position after this meeting is adjourned.

Section 2. Qualifications

All Executive committee candidates must be General Members in good standing with LCTP .

Section 3. Vacancies

A vacancy in the Executive Committee by reason of resignation, death or disqualification shall be filled by a majority vote of the remaining members of the Executive Committee.

Section 4. Powers and Duties

The Executive Committee will appoint, by majority of the executive committee, the chairmen of the three standing committees.

(Amendment 5)

These appointed chairmen become members of the Steering Committee.

As the elected officials of the organization, the Executive Committee, by majority vote, may bring before a General Members meeting any decision of the Steering Committee. The issue shall be discussed and put to a vote at a scheduled General Members meeting. A majority vote of the General Members in attendance will decide the issue. Notification of such a vote must be provided as required in Article III Section 2.

To ensure transparency, meetings of the Executive Committee will not be held separately from meetings of the Steering Committee

Section 5. LCTP Executive Committee Members:

(Amendment 4)

The following elected positions will make up the Executive Committee: Chairman, Assistant Chairman, Treasurer, and Secretary

Chairman

The Chairman will be responsible for: a) scheduling the Steering Committee meetings, b) ensuring the continuation of the group, c) soliciting and ensuring input on Steering Committee Meeting agendas from Steering Committee Members and appropriate input from the General Membership, including correspondence they have received, d) direct the preparation of the annual balanced budget as described in Article V. Section 7., e) identifying need for temporary committees, f) being a signer on the organization's bank accounts (unless there is a conflict of interest), g) identifying and appointing liaisons to other organizations for the purpose of promoting good relations and, when appropriate,

facilitating joint activities, and h) performing such other duties and responsibilities as usually pertain to such office.

Assistant Chairman

The Assistant Chairman will be responsible for: a) performing the duties of the Chairman, when the Chairman is not available, (except for the signing of checks) b) supervising the three Standing Committees and any temporary committees c) facilitate all necessary inter-committee communication, and d) performing such other duties and responsibilities as usually pertain to such office. (Amendment 5)

Secretary

The Secretary will be responsible for: a) taking minutes or arranging for volunteer members to take minutes at Steering Committee meetings and Annual General Member's meeting, b) transcribing minutes, promptly provide a copy of minutes to the Steering Committee and post a copy of the minutes at the next General Meeting, c) filling the duties of the Assistant Chairman if the Assistant Chairman is not available, d) having records of prior meetings available upon request, e) reading correspondence received, f) maintaining the "official" bylaws document, and g) performing such other duties and responsibilities as usually pertain to such office. (Amendment 4)

Treasurer

The Treasurer will be responsible for: a) collecting and securing all of the organizations money and maintaining the books, b) maintaining a bank account for the organization, c) paying bills for the organization, d) being a signer on the organizations bank accounts, e) presenting monthly treasurer reports to the organization, f) ensuring that monies collected at meetings are counted & witnessed by a minimum of two persons at the conclusion of each meeting, g) reconciling of accounts monthly, h) preparing the Annual Budget, g) being a signer on the organization's bank accounts (unless there is a conflict of interest) and h) performing such other duties and responsibilities as usually pertain to such office.

An annual audit in January will be performed by an audit committee. This Audit committee will consist of three people and shall be appointed by majority vote of a quorum of the Steering Committee at one of its regularly scheduled meetings. (Amendment 4)

The Treasurer will ensure the organization complies with all of LCTP's tax and civil filing requirements.

ARTICLE V

Steering Committee & Organizational Business (Amendment 4)

(see Addendum 1. for Organization Chart)

Section 1. Number and Term of Office

The Steering Committee shall consist of the LCTP Executive Committee, standing committee chairs and appointments as defined below. Each member of the Steering Committee shall serve a term

consistent with the term of the Executive Committee i.e. term will expire when current Executive Committee term expires. (Amendment 3B)

Members of the Steering Committee may hold no more than two (2) positions (elected and /or appointed) on the Steering Committee. In the event that one member holds two (2) positions, that member will cast only one (1) vote on matters before the Steering Committee.

Section 2. Qualifications

No person shall be appointed nor shall continue to serve as a member of Steering Committee unless she/he is a General Member of LCTP as defined in Article III Section 2 preceding. Qualification for appointment to the Steering Committee shall be based upon the standing of the individual candidate, and/or the potential contributions they are able to make in promoting LCTP's mission. (Amendment 4)

Special Appointments can be made to the Steering Committee by a majority vote of a quorum of the Steering Committee. Such appointments will expire at the end of the current Steering Committee's elected term. (Amendment 4)

Section 3. Vacancies.

A vacancy in the Steering Committee by reason of resignation, death or disqualification may be filled by a majority vote of a quorum of the Steering Committee. (Amendment 4)

Section 4. Powers and Duties.

The Steering Committee shall have full charge of the property and business of the organization, and full power and authority to manage and conduct the business of the organization. It shall plan and direct the work necessary to carry out the activities of the LCTP.

The Steering Committee shall approve any temporary committees proposed by the Chairman.

Organizational Business defined:

Organizational Business will consist of paying approved bills of the organization, amending the ByLaws of the organization, determining the dues, preparing an annual budget, and handling other necessities of the organization.

Section 5. Meetings

Refer to Article VII. (Amendment 4)

Section 6. Voting

Votes are normally determined by a majority of a quorum of the Steering Committee unless otherwise specified. The Chairman shall determine method of voting (show of hands, voice, etc.). In the event of a tie vote, the direction of the Chairman's vote will prevail.

Section 7. Annual Budget

The Steering Committee shall prepare and approve an annual budget showing expected revenues and expenses for the next fiscal year January 1 thru December 31. The target balance will not be less than the operational expenses of the previous year. This budget shall be presented to the General Members each January. (Amendments 4 & 6)

Section 8. Standing Committees

(Amendment 2)

All Standing Committees will look to the Assistant Chairman for direction. All information, be it printed materials, posted on the internet or otherwise communicated by any committee, must be in keeping with the standards set by the Steering Committee.

Committee Chairs are responsible for maintaining a roster of their committee. Minutes of their committee meetings and agendas will be maintained and copies forwarded to the Assistant Chairman in a timely fashion.

I. Meetings Committee

This committee shall be responsible for: a) arranging the General Meeting location, b) setting and posting the General Meeting agenda (including open forums), c) obtaining speakers for General Meetings, d) assigning a facilitator and arranging greeters for each meeting, e) coordinating with marketing committee on handouts and f) performing other duties pertaining to the planning and facilitation of the General Meetings as assigned by the Steering Committee.

(Amendment 4 & 5)

All planned speakers need to be approved by the Chairman or his designee.

II. Membership Committee

This committee will be responsible for: a) maintaining an up-to-date membership list, with contact information, including voting & associate member status, b) acquiring & retaining members, c) welcoming all new members and guests, d) reporting to Steering Committee on membership activity, and e) addressing General Member's concerns and grievances.

III. Marketing Committee

This committee will be responsible for: a) marketing LCTP (including community events), ensuring that all information is in keeping with the mission and By-Laws of the group, b) maintaining the LCTP website and other Internet presence and messaging, c) being the Official spokesperson for LCTP organization and d) issuing press releases with approval of the Steering Committee.

IV. **Education Committee (Deleted)** (Amendment 5)

V. **Precinct Committee (Deleted)** (Amendment 5)

Article VI

Policies

Section 1: Bank Accounts and Spending

(Amendments 1, 3C, 7)

All expenditures for LCTP must be approved by the Steering Committee as described in Article V Section 6.

Executive Committee members are authorized to spend, without prior approval, a maximum of \$75 (non-recurring type expense and not to exceed \$120 per month) for miscellaneous LCTP expenditures.

Executive Committee members expenditures greater than \$75 require prior approval by the Steering Committee. Any expenditures for LCTP by others also require prior approval by the Steering Committee. See Article V Section 6 for voting requirements.

LCTP funds must be held in a traditional banking institution, and electronic banking (including bank cards) is a permissible method for funds disbursement.

Custody of bank cards will be with the signers or their designee.

Section 2: Non-Liability of Steering Committee (Indemnification)

The members of the Steering Committee shall not be personally liable for the debts, liabilities or other obligations of LCTP under the laws of the State of Ohio.

Section 3: Conflicts of Interest

It is recognized that occasions may arise when a member of the Steering Committee of LCTP has a financial interest in a contract or transaction involving the LCTP. It is the policy of the LCTP that:

1. Any material facts as to such financial interest shall be disclosed by such Steering Committee member to the Steering Committee. This member is expected to fully reveal all pertinent information regarding the conflict.
2. The Steering Committee member having such financial interest, shall not vote (abstain) on any issue involving transactions regarding his/her conflicted interest. The minutes of the meeting shall reflect that the disclosure was made and that such Steering Committee member abstained from voting.
3. No contract or transaction in which a Steering Committee member has a financial interest shall be knowingly entered into by LCTP unless it has been authorized in good faith by a majority vote of the non-abstaining Steering Committee members.

Article VII

Meetings

Section 1: Steering Committee

The Chairman shall call Steering Committee meetings at least four times per year (once each quarter). More meetings may be held if determined to be necessary to conduct organizational business. Notice of meetings will be by via email, website or in writing a minimum of five days in advance.

Section 2: General Meetings

The general meetings are called by the Meetings Committee. The LCTP will hold at least one general meeting per month. Notice of meetings will be by email, website or in writing a minimum of fourteen days in advance.

Cancelled general meetings require approval of the Steering Committee as described in Article V Section 6 and cancellations must be communicated to the membership by email, website or in writing a minimum of seven days in advance except in cases of inclement weather. (Amendment 4)

Section 3: Annual Organizational Meeting: (Amendment 7)

- a) All members will be notified at least 14 days in advance of the annual meeting held each January. The website will be used for this purpose.
- b) A venue will be selected that will accommodate all the members that are expected to attend. c) Open to all members.
- d) Chaired by the Chairman or his designee.

- e) Meeting will open with a prayer and Pledge of Allegiance.
- f) Chairman will give a "State of the Organization" update.
- g) Secretary will read all pertinent correspondences received throughout the year.
- h) Treasurer will report on the financial status of the organization with summaries of income, expense and balances.
- i) All other members of the Steering Committee will report on the status of their committees and activities.
- j) In odd-numbered years only election of the new Executive Committee will be held. (Amendment 4)
- k) Time will be allotted for addressing member concerns expressed from the floor.

Section 4: Quorum:

Quorum for all General Members' meetings requiring a vote by the General Members will be the number of General Members in attendance. (Amendment 4)

Quorum for all Steering committee meetings will be 51% of the members.

Article VIII

Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the LCTP in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order LCTP may adopt.

Article IX

Amendments And Revisions to the Bylaws

The first publication of these bylaws will be by majority approval of the "Leadership Meeting" attendees in the August 2012 meeting.

Proposed Amendments and or Revisions to the bylaws must be submitted in writing to the chairman.

The vote to accept or reject the proposed amendments and or revisions will be held at a regularly scheduled Steering Committee meeting. A copy of the text of the proposed amendment(s) and or revision(s) and an announcement of the date of the vote must be sent to the Steering Committee members a minimum of five days in advance of the vote.

Amendments and Revisions to these bylaws may be approved by a 2/3 vote of a quorum of the Steering Committee. The Chairman shall determine method of voting (show of hands, voice, etc.). In the event of a tie vote, the direction of the Chairman's vote will prevail.

The secretary will maintain the "official" bylaws document.

The Secretary shall record all Amendments and Revisions of these bylaws in Addendum 2 of this document. This record shall include date, Article number , Section number and, if applicable, original text and revised text. The amendment number will be notated in the "official" bylaw document next to the amended sentence or paragraph. The current revision number and approval date of that revision shall appear on each page of the "official" bylaws. (Amendment 4)

Article X

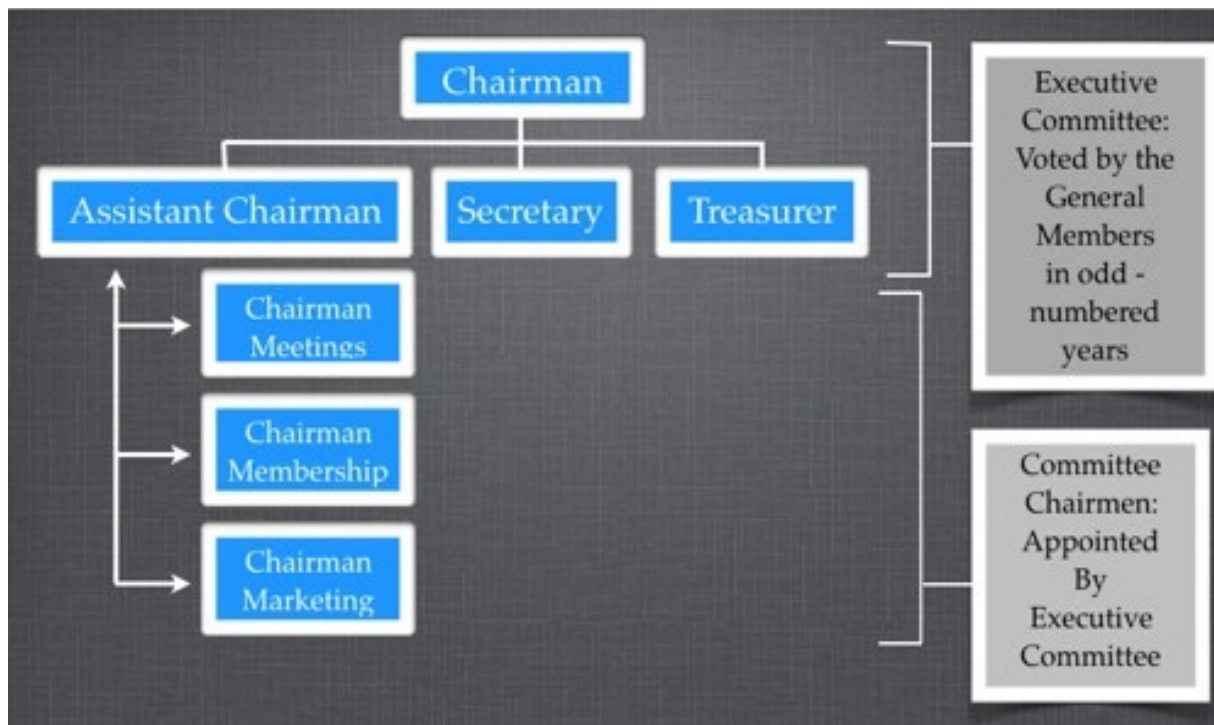
Dissolution of the Organization

The LCTP can be dissolved by a unanimous vote of a quorum of the Steering Committee.

Remaining assets of the LCTP will be donated to a recognized charitable organization. Selection of such charitable organization will be by majority vote of the Steering Committee and shall be decided at the same meeting when dissolution is approved.

The Treasurer or, if unavailable, the Chairman will in a timely manner, close all accounts, donate the final proceeds as determined above and file closing documents with the State and Federal Governments.

Addendum 1. Organization Chart - Steering Committee



Addendum 2. Record of Amendments and Revisions to Bylaws

Rev. # / Amendment	Date Approved	Article # Section #	Original Text	Revised Text
0	08/18/12	All	All	NA
1	10/17/12	Art. VI. Sec.1.	All checks require two authorized Signatures	LCTP funds must be held in a traditional banking institution, and electronic banking (including bank cards) is a permissible method for funds disbursement. Custody of bank cards will be with the signers or their designee.

Rev. # / Amend ment	Date Approved	Article # Section #	Original Text	Revised Text
2	1/17/13	Art. V Sec 10	Section 10. Standing Committees	Renumbered to be consecutive; now reads “ <u>Section 8. Standing Committees</u> ”
3 A	9/16/13	Art. IV Sec 1	The term of office shall be one year.	The term of office shall be two years.
3 B	9/16/13	Art. V Sec 1	The term of office shall be one year for Steering Committee members, consistent with Exec. Committee members	Each member of the Steering Committee shall serve a term consistent with the term of the Executive Committee i.e. term will expire when current Executive Committee term expires.
3 C	9/16/13	Art. VI; Sec. 1	Bank accounts and spending	Executive Committee members are authorized to spend, without prior approval, a maximum of \$40 (nonrecurring type expense and not to exceed \$120 per month) for miscellaneous LCTP expenditures. Executive Committee members expenditures greater than \$40 require prior approval by the Steering Committee. Any expenditures for LCTP by others also require prior approval by the Steering Committee. See Article V Section 6 for voting requirements.
6	9/16/13	Art. I	The name of this organization is Lorain County Tea Party. (Herein after called LCTP.) This Revision was never approved.	Lorain County Tea Party (LCTP) name change to TEA (Totally Engaged Americans)
4	3/16/15	A r t . III, Sec. 5		Added “ Paid membership dues are non-refundable. ”
		Art. IV Sec. 1 1st para.		Changed to “The members of the Executive Committee will be elected by a majority of a quorum of the General (voting) Members at the annual meeting in odd-numbered years.”
		Art. IV Sec. 1 5th para.		Verbiage added to address tie vote for Chairman when sitting Chairman is one of the candidates.
		Art. IV Sec. 5	Membership	Section Title changed to “ LCTP Executive Committee Members ”.
		Art. IV Sec. 5	Secretary item “b” “...post a copy of the minutes at the next General Membership meeting,...”	“...post a copy of the minutes at the next General Meeting ,”
		Art. IV Sec. 5	Treasurer Paragraph 2	Added “appointed by majority vote of a quorum of the Steering Committee...”
		Art. V	Steering Committee	Added to Title, “...& Organizational Business ”

Rev. # / Amend ment	Date Approved	Article # Section #	Original Text	Revised Text
		Art. V Sec. 2	In first paragraph “unless she/he is a member...” “shall be based upon the stature of the individual...” In second paragraph “...Steering Committee by a majority vote of the Steering...”	Changed to “...unless she/he is a General Member... ” Changed to “...shall be based upon the standing of the individual...” Changed to “...majority vote of a quorum of the Steering...”
		Art. V Sec. 3	“...filled by a majority vote of the...”	Changed to “...filled by a majority vote of a quorum of the...”
		Art. V Sec. 5	“Refer to Article VI.”	Changed to “Refer to Article VII. ”
		Art. V Sec. 7	“...expenses for the next year...”	Added “...expenses for the next fiscal year May 1 thru April 30th. ”
		Art. V Sec. 7	Last sentence	Changed to “This budget shall be presented to the General Members each April. ”
		Art. V Sec. 8 I. f)	“...facilitation of the monthly meetings as assigned...”	Changed to “...facilitation of the General Meetings as assigned...”
		Art. VII Sec. 2	At the end of the second paragraph	Added “...seven days in advance except in cases of inclement weather. ”
		Art. VII Sec. 3 j		Changed to “ In odd-numbered years only election of the new Executive Committee”
		Art. VII Sec. 4		Changed to “Quorum for all General Members’ meetings requiring a vote by the General Members will be the number of General Members in attendance.”
		Art. IX	In last paragraph	Added “...original text and revised text. The amendment number will be notated in the ‘official’ bylaw document next to the amended sentence or paragraph... ”
			In Organizational Chart “Executive committee: Voted by the General Members Annually”	“Executive Committee: Voted by the General Members in odd-numbered years ”
5	7/31/18	Art. IV Sec. 4	“...the chairmen of the five standing committees.”	Changed to “...the chairmen of the three standing committees.”

Rev. # / Amendment	Date Approved	Article # Section #	Original Text	Revised Text
		Art. IV Sec. 5	Assistant Chairman “...b) supervising the five Standing Committees...”	Changed to “...b) supervising the three Standing Committees...”
		Art. V Sec. 8	I. Meetings Committee “...c) obtaining speakers for meetings (including education committee speakers),... ”	Changed to “...c) obtaining speakers for General Meetings , d) assigning a facilitator and...”
		Art. V Sec. 8	IV. Education Committee Responsible for...	DELETE IV. Education Committee
		Art. V Sec. 8	V. Precinct Committee Responsible for...	DELETE V. Precinct Committee
		Addendum 1.	Organization Chart - Five standing committees depicted under the Assistant Chairman	Organization Chart - Three standing committees depicted under the Assistant Chairman
		Art. VII Sec. 3 j		Changed to “ IN odd-numbered years only election of the new Executive Committee”
		Art. VII Sec. 4		Changed to “Quorum for all General Members’ meetings requiring a vote by the General Members will be the number of General Members in attendance.
		Art. IX	In last paragraph	Added “...original text and revised text. The amendment number will be notated in the ‘official’ bylaw document next to the amended sentence or paragraph... ”
			In Flow Chart “Executive committee: Voted by the General Members Annually”	“Executive Committee: Voted by the General Members in off-numbered years ”
6	6/29/22	Art. II Sec. 1	fellow Americans	Changed to “and mobilize our members to influence”
		Art. II Sec. 1		Add “ Identify, recruit and support candidates for elected office. ‘Formulate positions on ballot issues affecting our membership.’ ‘Support educational opportunities for the next generation.’ ‘Defend items of Constitutional concern.’ ”
		Art. V Sec. 7	May 1 thru April 30th April	Changed to “an annual budget showing expected revenues and expenses for the next fiscal year January 1 thru December 31. The target balance will not be less than the operational expenses of the previous year. This budget shall be presented to the General Members each January. ”

Rev. # / Amend ment	Date Approved	Article # Section #	Original Text	Revised Text
7	4/24/25	Art. III Sec. 1	gender	Changed to "...based on race, creed, sex , religion..."
		Art. VI Sec. 1	\$40	Changed to "...without prior approval, a maximum of \$75 ..."
		Art. VI Sec. 1	\$40	Changed to "...expenditures greater than \$75 require prior approval..."
		Art. VII Sec. 3		Add "...in advance of the annual meeting held each January. "
		Art. V Sec. 8 II.	e) collecting dues	DELETE e) collecting dues