

Proposed 2025 BYLAWS OF THE WASHINGTON COUNTY REPUBLICAN PARTY

September 9, 2025

Article I

Name and Purpose

Section 1. This organization is the Washington County Republican Party and will be referred to as the WCRP throughout this document.

Section 2. The purpose of the WCRP shall be to promote Republican ideals, values, and Republican elected officials across Tennessee. These purposes include, but are not limited to, promoting Republican principles; electing Republican candidates to office on the national, state and local levels; recruiting Republican candidates to run for office; assisting the Tennessee Republican Party and other Republican organizations (see Article II, Section 2) at the state and local levels in carrying out their purposes; raising funds for election campaigns and other Republican purposes; recruiting membership in the Republican Party; increasing public awareness of the Republican position on public issues; and fostering good citizenship in general.

Article II

County Executive Committee

Section 1. The affairs of the WCRP shall be governed by the County Executive Committee (“CEC”) in accordance with the Tennessee Republican Party (“TRP”) Bylaws and Rules, the Republican National Committee (“RNC”) Rules, and these Bylaws.

Section 2. Officers and Composition

A. Officers:

The following listed officers shall be elected at the biennial reorganization of the WCRP in accordance with TNGOP Bylaws. These officers have voting rights. Should one person hold more than one position on the CEC, such person will have a total of only one vote on matters before the CEC.

1. Chairman

2. Vice Chairman (of opposite sex of the Chairman)
3. Second Vice Chairman
4. Third Vice Chairman
5. Secretary
6. Treasurer
7. Vice Treasurer

B. State appointed ex-officio members:

These members have voting rights in accordance with TNGOP Bylaws Article VIII, Section 3.

1. President of the Washington County Federated Republican Women
2. Bonafide representative of the local Young Republican Club which includes Washington County
3. Immediate Past Chair of the WCRP
4. Members of the State Executive Committee representing Washington County

C. Locally appointed ex-officio members:

1. Bonafide representative of any Washington County locally appointed ex-officio organization in accordance with Article X Section 1 of these bylaws.

Procedures for the CEC to appoint local ex-officio members and to determine voting rights are given in Article X of these WCRP Bylaws. Approved LAOs will be listed in standing rules.

D. Non Voting Members (Unless the member is also holding a voting position):

1. Legal Counsel. In accordance with TRP Article VIII, Section 6, one or more legal counsel may be appointed by the Chairman and shall be a non-voting member of the CEC. No retainer fee or other compensation for service may be provided without the approval of the CEC.
2. Parliamentarian. The Chairman may appoint a Parliamentarian who shall serve as a non-voting member of the CEC. No retainer fee or other compensation for service may be provided without the approval of the CEC.
3. Non-CEC Standing Committee Chairs.
4. Non-voting LAOs in accordance with Article 10, Section 2.

Section 3. Neither the CEC as a body, nor the County Chair, shall endorse any Republican candidate in a contested primary election for local, state, or national elections. This Section shall not apply to a Chair in a primary election in which the Chair, his/her spouse, or his/her immediate family member is a candidate.

Section 4. Members of the CEC are expected to physically attend every meeting. Three successive absences of any locally elected CEC member from a regularly called meeting (those set at the beginning of the year as required by these Bylaws) without a valid reason are grounds for removal from the CEC. CEC members shall individually notify the chair of absences prior to the meeting. This does not apply to SEC members.

Section 5. In the event that the CEC desires to remove a member for any reason whatsoever, the County Chair shall consult with and receive written approval from the TRP Chair prior to any such removal and shall ensure that any procedural requirements set forth in the TRP Bylaws and Rules and instructions of the TRP Chairman have been met.

Section 6. All assets, including but not limited to items bearing the organization's trademark, tangible property, websites, email accounts, social media platforms, financial records, and meeting minutes, shall be and remain the exclusive property of the CEC.

Article III

Election of Officers

Section 1. Election of officers to the CEC shall be made in accordance with TRP Bylaws and Rules. Officers are elected at county reorganizations held between January 15 and April 15 of each odd numbered year. Any supplemental rules for the County Reorganization Convention must be sent to the TRP by the CEC Chair for approval, prior to January 1 of the year in which the County Reorganization Convention will be held.

Section 2. In the event of the death, resignation, or moving out of the county by an officer, the CEC shall proceed to elect a new officer to fulfill the remainder of the term. The vacancy shall be filled at either a regularly called or special called meeting of the CEC within thirty (30) days after such vacancy occurs. If the office to fill is the Chair or Treasurer, the First Vice-Chair or Vice Treasurer, respectively, shall automatically assume the duties of the office until the CEC elects a replacement. Should the CEC elect a current CEC officer to fill the vacancy, the subsequent vacancy(ies) must be filled at that meeting as well.

Section 3. No CEC members, with the exception of the SEC Committee members, shall serve more than two (2) full consecutive terms in the same position.

Article IV

Meetings

Section 1. The CEC shall set its schedule at the beginning of each year prior to January 31. In the year of reorganization, the meeting schedule will be set within 60 days of the reorganization. The schedule may be amended by a $\frac{2}{3}$ vote of the CEC. The CEC shall meet at least quarterly in non-election years and shall meet monthly during election years.

Section 2. Special meetings may be called by the Chair or by one third (1/3) of the CEC provided that at least seven (7) days electronic notice of such meeting is given to the CEC members.

Section 3. A quorum for the transaction of business at a meeting of the CEC shall consist of a simple majority of the voting members of the CEC.

Section 4. Meeting Recordings and Virtual Participation.

Live streaming of CEC meetings to social media platforms shall be prohibited to protect the privacy and integrity of discussions. However, the Communications Team shall record CEC meetings and may distribute content to social media platforms.

CEC and SEC members may participate in meetings via Zoom or similar virtual platforms when authorized in advance by the Chair. Voting and participation via Zoom is permitted; however, this does not waive the requirement for in-person attendance in accordance with Article II Section 4 of these bylaws.

All virtual participation must ensure secure access and shall be limited to individuals specifically authorized by the Chairman.

Section 5. CEC members may participate in electronic communications (emails and/or texts) when the Chair determines an item is time sensitive. The motion must be presented in writing, and seconded. The CEC members will be given at least 48 hours to vote after the question has been emailed. At the end of the 48 hours, if a quorum has been met with votes cast, voting will cease. The Secretary shall record the results of the electronic vote and notify the full CEC of the results. Any electronic (email and/or text) voting decision will be ratified at the next regularly scheduled meeting. Actions regarding Election of officers, amendments to the Bylaws and removal of CEC members or officers shall not be done by electronic vote.

Article V

Officers' Duties

Section 1. The County Chair shall be the chief executive of the WCRP and of the CEC and shall be responsible for:

- A. Managing the affairs of the CEC to include assigning additional responsibilities to all elected officers and members for the benefit of the WCRP.
- B. Coordinating the political activities of the WCRP.
- C. Preserving order and decorum at all meetings.
- D. Appointing all committee chairs, to include standing and special committees.

In addition, the County Chair shall have the right to vote on any motion before the CEC but may reserve their vote to break any ties.

Section 2. The First Vice Chair shall preside over meetings in the Chair's absence and assist the Chair in executing their duties as directed by the Chair. In the absence of both the Chair and the First Vice Chair, the Second Vice Chair, and Third Vice Chair shall preside, in that order, and assist when called upon by the Chair or Vice Chair. Each Vice Chair shall chair a standing or special committee as assigned by the Chair.

Section 3. The Secretary shall take the minutes of each meeting of the CEC. If the Secretary must be absent from such a meeting, the Secretary shall be responsible for obtaining a replacement. In the absence of a replacement, the Chair will appoint a secretary for that meeting. Minutes shall be sent to the Chair within 10 days of any regular or special called meeting. The Chair will send out an amended copy to the full CEC one week prior to the next regular meeting.

All records of the Secretary shall be and remain the property of the CEC.

In addition, the Secretary shall be responsible for transmitting relevant material to the TRP and the WCRP via electronic communication in a timely manner. Such material shall include, but not be limited to:

- A. Announcements regarding the WCRP biennial reorganization.

- B. WCRP bylaw changes or quadrennial bylaws submissions.
- C. Local candidate nomination decisions (as per Rule H of TRP Bylaws and Rules).
- D. Vacancies and the election of county party officers.

Section 4. The Treasurer shall be responsible for maintaining bank accounts for all financial activities of the WCRP and implementing an internal system of financial controls. They shall be responsible for counting and depositing money received by the WCRP and for reviewing and reconciling the bank statement. The Treasurer shall report at each regular or special meeting of the CEC on the balance of the bank account and all receipts and disbursements since the previous meeting. All records of the Treasurer shall be and remain the property of the CEC.

The Treasurer shall submit a treasurer's report to the TRP twice a year: a) on or before the first Monday of April, and b) on or before the second Monday of September.

Section 5. The Vice-Treasurer shall assist the Treasurer in performing their duties and immediately assume the role of interim Treasurer in the event the position becomes vacant.

Section 6. If a CEC officer is derelict in their duties they may be adjudicated according to Rule G of the TRP Bylaws.

Article VI

Committees

Section 1. These shall be the standing committees of the WCRP. Special committees may be added as needed by the Chair.

A. Bylaws and Rules: The duties of the Bylaws and Rules Committee shall include, but are not limited to, updating and improving our current governing documents in accordance with TRP Bylaws updates.

B. Communications: The duties of the Communications Committee shall include, but are not limited to: running of all social media accounts; creating and running of the website; defining membership; compiling and maintaining a list of contact

information for all eligible members; sending emails of events; maintaining a calendar of events; and helping to recruit and increase membership in the WCRP.

C. Elections: The duties of the Elections Committee shall include, but are not limited to: recruiting candidates to run for office; assisting candidates with the filing process; operating a county party campaign office; helping candidates secure campaign volunteers; recruiting and scheduling poll watchers; and supporting the organization of candidate forums.

D. Events: The duties of the Events Committee shall include but are not limited to, overseeing all events such as the annual Lincoln Day Dinner, the annual Reagan Day Picnic, the Jonesborough Days Parade, and any other social events.

E. Finance and Budget: The duties of the Finance and Budget Committee shall include, but are not limited to, assisting in the development and approval of a budget, overseeing financial matters of the WCRP, and helping to raise money for the WCRP. The Treasurer and Vice Treasurer are automatic members of this committee.

F. Legislative Issues: The duties of the Legislative Issues Committee shall include but is not limited to, watching legislation at the city, county, state and national levels and reporting back to our executive committee.

Article VII

Finance

Section 1. Expenditure of funds for unbudgeted items equal to or less than Five Hundred Dollars (\$500.00) may be made upon written approval of two (2) of the following: The Chair, the First Vice Chair, or the Treasurer. The treasurer shall report these expenditures at the next regular meeting.

Section 2. The following CEC officers shall be listed as authorized signers on the WCRP bank account: The Chair, the First Vice Chair, and the Treasurer.

Section 3. The WCRP shall comply with all rules and regulations of the Tennessee Bureau of Ethics and Campaign Finance, and relevant Tennessee law regarding active participation in state and local elections.

Article VIII

Bona Fide Republicans/Party Membership

The TRP Bylaws and Rules set forth TRP membership requirements as well as requirements for candidacy to party leadership and public office. The WCRP defers to the TRP Bylaws for all issues concerning the rights of membership and its privileges, including without limitation, the right to qualify and run for party leadership and/or public office.

Article IX

Amendment of Bylaws

These Bylaws may be amended by a majority of the full voting membership of the CEC at any meeting between February 1 and July 31 of odd numbered years, provided that notice of the meeting at which the vote is to be taken includes a copy of any proposed amendments. Any changes or amendments to these Bylaws are subject to approval by the Bylaws Subcommittee of the TRP State Executive Committee ("SEC") and the Chair of the TRP. These bylaws will take effect upon written approval by the SEC Bylaws committee.

Article X

Locally Appointed Ex-Officio Members

Section 1. Requirements for Appointment as a Locally Appointed Ex-Officio Member (LAO).

Any other non-federated organization that endorses and supports the purposes of the WCRP, TRP and RNC, and wishes to be appointed as an LAO shall request such designation in writing to the WCRP CEC. Such written request shall include a copy of the organization's current bylaws along with a list of current officers, board members, and their respective terms.

To be considered for appointment as an LAO, such organizations shall meet all of the following requirements:

1. The organization shall be based in Washington County and allow membership to Washington County residents.

2. The organization shall have adopted bylaws that are consistent with the WCRP, TRP, and RNC and which seek to support the Republican Party and Party objectives, platforms and candidates.
3. The organization shall have elected officers and board members who are bona fide Republicans as defined in TNGOP Bylaws.
4. The organization shall have bylaws which prohibit the organization's official endorsement of candidates in contested Republican primaries, or non-Republican candidates in any election opposing a Republican candidate.
5. The organization shall agree to be in compliance with rules regarding election finance outlined in Article VII, Section 3.
6. The organization shall have been active and in continuous existence for at least one year prior to application for LAO status.

Section 2. No later than the second regularly scheduled CEC meeting after a completed application request for Locally Appointed Ex-Officio status is received, the CEC will examine the request, perform due diligence on the provided documentation, and then make a formal decision as outlined below

1. A majority vote of the full CEC shall be required for the applicant to be appointed as a Local Ex-Officio Member of the Washington County Republican Party Executive Committee.
2. A separate vote of the full CEC will then establish the voting rights of the newly appointed LAO, requiring a 2/3 majority for approval of voting rights.

Section 3. Review of Locally Appointed Ex-Officio Members. All LAOs shall provide annually from their date of appointment, copies of current bylaws and a list of current officers and board members which includes the dates of their respective terms.

Section 4. Revocation of Appointment of LAO Status. If at any time it is believed that an LAO has failed to maintain any of the requirements of Section 1 or Section 3 above, the LAO may be asked to come into compliance and if necessary, shall be subject to revocation of LAO status by a majority vote of the CEC. If the LAO has a voting seat on the CEC, that member shall abstain from such a vote for cause. Any LAO whose appointment has been revoked may not reapply for a period of two years from the revocation date.

Article XI

Conformity

These Bylaws are intended to be in conformity with the TRP Bylaws and Rules, the RNC Rules, governing federal and Tennessee statutes, rules, and regulations. From time to time, the TRP may adopt new or make amendments to the TRP Bylaws and Rules, in which case the CEC shall promptly take such actions as is necessary to bring these Bylaws into conformance therewith.

Article XII

Robert's Rules

The most recent revised edition of Robert's Rules of Order shall govern all proceedings on matters not specifically covered by these Bylaws or the TRP Bylaws and Rules.