

Governing Document Of East Tennessee Freedom

ARTICLE 1 NAME AND ORGANIZATION

SECTION 1.1 NAME.

The name of this private organization shall be “East Tennessee Freedom”, an unincorporated association.

SECTION 1.2 MISSION.

The mission of the organization is to uphold God-Given Rights through education and advocacy.

SECTION 1.3 MOTTO.

The organization motto is John 8:32: “Then you will know the truth and the truth shall set you free”.

ARTICLE 2 UNINCORPORATED ASSOCIATION PURPOSES AND OBJECTIVES

SECTION 2.1 SPECIFIC PURPOSES

The specific objectives and purposes of East Tennessee Freedom are:

- (a) To serve the people of East Tennessee by protecting God-given rights, family, liberty and truth through education and advocacy
- (b) To reflect and promote Biblical and conservative moral values for guidance in all endeavors.

- (c) To advocate individual liberty and limited government as established in the Declaration of Independence, the Constitution of these United States, and the Tennessee State Constitution.
- (d) To unite East TN Freedom members in the establishment of a like-minded community
- (e) To provide a non-partisan, non-sectarian forum to learn about matters of public interest.
- (f) To encourage East Tennesseans to serve their community and work to hand down freedom so the next generation can do the same

SECTION 2.2 SPECIFIC OBJECTIVES

(a) EDUCATION (Educate people on how to defend God-given rights)

- i. Constitution classes
- ii. Biblical Citizenship Classes
- iii. Leadership training
- iv. Run for office training
- v. Upholding liberty protecting principles, standing against and identifying liberty intrusions and non-Constitutional ideologies (communism, socialism, Marxism, etc.)

(b) ELECTION (Process and people)

- i. Ensure
 - conservative school boards
 - conservative city and county leadership
 - conservative House and Senate candidates
- ii. Increase Voter Turnout
- iii. Promote election integrity
- iv. Volunteer as poll watchers
- v. Serve as poll workers

(c) ADVOCACY

- i. Build relationships with Representatives
- ii. Connect people to Representatives
- iii. Coordinate Legislator Q and A sessions
- iv. Coordinate Legislative Updates
- v. Help with legislative report card

(d) ACTIVISM

- i. Support (or counter) proposed local and state legislation
- ii. Committee watch (local and state)
- iii. Rallies and campaigns

**ARTICLE 3
MEMBERSHIP**

SECTION 3.1 MEMBERSHIP RESPONSIBILITIES

Responsibilities of the members are:

- (a) Actively attend meetings and/or rumble viewing
- (b) Help with the Organization's Specific Objectives listed in this document
- (c) Represent the Organization Purposes listed in this document
- (d) Support the Organization Financially
- (e) Provide contact information, email, phone, address

**ARTICLE 4
LEADERSHIP TEAM**

SECTION 4.1 NUMBER

The organization shall have 5 to 7 members that comprise the Leadership Team. The Chairperson of the organization shall also serve as permanent Chairperson of the Leadership Team.

SECTION 4.2 QUALIFICATIONS OF LEADERSHIP TEAM MEMBERS

Each Leadership Team Member shall consistently stand for and advocate for conservative principles. They shall hold active membership in East Tennessee Freedom and demonstrate support and interest in the association.

Members of the Leadership Team are required to regularly attend Leadership Team meetings. Should a member be absent from 3 consecutive meetings or be absent from 75% of the scheduled meetings per calendar year, they will be subject to potential disciplinary action under Section 4.6.

SECTION 4.3 DUTIES

It shall be the duties of the Leadership Team to:

- (a) Perform any and all duties imposed on them collectively or individually by law, by this Governing Document.
- (b) Provide general guidance to the Officers of the organization and specific advice when requested by any Officer of the organization.
- (c) Appoint or remove, employ or discharge, prescribe the duties, and fix the compensation of any officers of the Organization.
- (d) Meet at such times and places as requested by the Chairperson.
- (e) Sign and agree to the current Governing Document of the Organization.
- (f) Educate themselves regarding all general business operations, and policies and/or procedures of the organization
- (g) Approve an annual budget, submitted by the Chairperson of the Organization, at a meeting at the beginning of the fiscal year.
- (h) Amend or change the Governing Document of the Organization as needed.
- (i) Set forth specific policies for the operation of the organization to be followed by officers, agents and employees of the organization. These policies may be amended or changed from time to time at the will of the majority of the Leadership Team.

SECTION 4.4 TERM OF OFFICE

With the exception of the Chairperson and Co-Chairperson, each leadership team member shall hold office for a period of two years and until his or her successor is qualified and elected. With the exception of the Chairperson and Co-Chairperson, each fiscal year two leadership team members' terms will end, allowing for rotation of members of the Leadership Team. During the initial start-up, two leadership team members' term of office will be two years and two leadership team members' term of office will be one year. Leadership team members may be elected to unlimited number of additional two-year terms. The list of leadership team members and their term of office are listed in Appendix A of this document and will be updated annually.

SECTION 4.5 ELECTION OR APPOINTMENT of NEW MEMBERS OF THE LEADERSHIP TEAM

- (a) Leadership team member's terms shall run from January through December 2-years hence

- (b) New Leadership Team Members shall be elected by a majority vote of the existing team.
- (c) The vote shall be held during any December in which a leadership team member's term ends.
- (d) The Chairperson shall call a special meeting of the Leadership Team to fill the vacancy created by resignation, removal or death of a Leadership Team member during their term and shall be filled by a majority vote of the Leadership Team.

SECTION 4.6 VACANCIES OF MEMBERS OF THE LEADERSHIP TEAMS

- (a) Vacancies on the Leadership teams shall exist
 - (i) On the death, resignation or removal of any Leadership Team Member
 - (ii) Whenever the number of authorized Leadership Team members is increased by amendment to this document.
- (b) A Leadership Team member may resign at any time during their term of office by submitting a written statement to the Chairman. Any such resignation shall take effect at the date of receipt of such notice or any later date specified therein.
- (c) The Leadership team may remove any individual member, either with or without cause, by a majority vote of the Leadership team.

SECTION 4.7 COMPENSATION and EXPENSES

Leadership Team members shall not receive any compensation for attending regular and special meetings of the Leadership Team. Any expenses incurred by Leadership Team members such as reimbursement for travel, expenses and other overhead shall be approved by a vote of the Leadership Team before reimbursement is made.

SECTION 4.8 NONLIABILITY OF THE LEADERSHIP TEAM

The Leadership Team shall not be personally liable for the debts, liabilities, or other obligations of the organization.

SECTION 4.9 INDEMINFICATION BY ORGANIZATION OF LEADERSHIP TEAM MEMBERS

The organization to the fullest extent permissible shall indemnify and hold harmless the Leadership Team of the organization under the laws of this state.

SECTION 4.10 INSURANCE FOR LEADERSHIP TEAM

The organization will purchase and maintain insurance on behalf of any agent of the organization (including a Leadership Team Member, officer, employee or other agent of the organization) against liabilities asserted against or incurred by the agent in such capacity or

arising out of the agent's status as such, whether or not the organization would have the power to indemnify the agent against such liability under these Governing Documents or provisions of law.

SECTION 4.11 REGULAR MEETINGS OF LEADERSHIP TEAM

There shall be a minimum of one regular Leadership Team Meeting during each quarter of the fiscal year.

- (a) During the regular meetings of the Leadership teams, the Chairperson shall furnish to the Leadership Team members:
 - i. Current organization financial information;
 - ii. Line item budget summary along with any recommendations for budget amendments
 - iii. Current organization statistics

(b) Prior to each October meeting, the Chairman shall determine if elections are required to fill expiring/temporary leadership team positions. At those October meetings, elections for any openings on the team shall be held. The Chairman shall recommend new candidates to the existing team. Additional nominations may be taken from the leadership team members. Any leadership team member may be nominated for re-election at the end of their term. A simple majority written vote of the Leadership Team members present shall determine the new leadership team member(s).

(c) During the October meeting, the Chairperson shall furnish the Leadership Team with a proposed budget for the upcoming fiscal year. The Leadership Team will take the budget under review for action during the December meeting.

(d) The December meeting will include a review of the prior fiscal year financial summary and approval of the upcoming fiscal year budget.

(e) During the December meeting, the Leadership Team will receive an update from the Chairperson and Co-Chairperson as to how the organization is meeting the specific objectives and purposes of the organization as stated in these Governing Documents.

(f) Meetings of the Leadership Team are open to all members of East Tennessee Freedom. Members do not have a vote during Leadership Team Meetings.

(g) The Chairperson has the right to call for a closed meeting if needed.

SECTION 4.12 QUORUM FOR LEADERSHIP TEAM MEETINGS

A quorum shall consist of no more than 2 absent members of the Leadership Team. Except as otherwise provided under this Governing Document, or provisions of law, no business shall be considered by the Leadership Team at any meeting at which the required quorum is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn. No alternates may be considered in the determination of a quorum.

SECTION 4.13 MAJORITY ACTION BY LEADERSHIP TEAM

During a meeting in which a quorum is present, any action to be implemented shall require a majority vote of the Leadership Team members present at the meeting. No proxy votes will be allowed.

The majority vote must include at least one of the Chair or Co-Chair votes. In the case of a tie vote, where the Chair and Co-Chair are split, the motion fails.

SECTION 4.14 CONDUCT OF LEADERSHIP TEAM MEETINGS

Meetings of the leadership teams shall be presided over by the Chairperson of the Leadership Team, or in his/her absence, the Co-Chairperson.

SECTION 4.15 TELEPHONE AND ELECTRONIC PARTICIPATION

a. Leadership Team Members may participate in Leadership Team meetings and vote on matters discussed therein, by means of a conference telephone or similar communications equipment by means of which all persons participating in such meeting can hear each other at the same time. Participation by such means shall constitute in person presence of the Leadership Team member at the meeting.

b. The presence of a quorum (SECTION 4.12) shall be established by roll call at the beginning of the electronic meeting and on the demand of any member. Such a demand may be made following the departure of any member, or following the taking of any vote for which the announced totals add to less than a quorum.

c. Leadership Team Members may participate in electronic communications (emails and/or texts) when the Chair determines an item is time sensitive. Any electronic (email and/or text) voting decisions will be ratified at the next regularly scheduled meeting.

ARTICLE 5 LEADERSHIP TEAM OFFICERS

SECTION 5.1 DESIGNATION OF LEADERSHIP TEAM OFFICERS

The officers of the organization shall be Chairperson, Co-Chairperson and Secretary/Treasurer. As time and need requires, other offices may be added by amendment to this Governing Document.

SECTION 5.2 QUALIFICATIONS

Any active member of the Leadership Team may serve as officer of this organization.

SECTION 5.3 ELECTION AND TERM OF OFFICE FOR LEADERSHIP TEAM OFFICERS

Officers shall be elected by the Leadership Team, at any time, and each officer shall hold office until he/she resigns or is removed or is otherwise disqualified to serve, or until his/her successor shall be elected and qualified, whichever occurs first.

SECTION 5.4 REMOVAL AND RESIGNATION

The Leadership Team may remove any officer, either with or without cause, at any time. Any officer may resign at any time by giving written notice to the Leadership Team. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 5.5 VACANCIES OF OFFICERS

Any vacancy caused by the death, resignation, removal disqualification, or otherwise, of any officer shall be filled by the Leadership Team. In the event of a vacancy in any office other than that of Chairperson, such vacancy may be filled temporarily by appointment by the Chairperson until such time as the Leadership Team shall fill the vacancy.

SECTION 5.6 DUTIES OF CHAIR AND CO-CHAIRPERSON

The Chairperson(s) shall be the chief executive officers of the organization and shall, subject to oversight by the Leadership Team, supervise and control the affairs of the organization, the activities of any other officers, and be responsible for employment, activities, and discharge of any employees or agents of the organization. The Chairperson shall also serve as the Chairman of the Leadership Team. The Chairperson shall in the name of the organization, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Leadership Team. The Chairperson along with the Treasurer, execute and oversee the banking account and finances of the Organization.

The Co-Chair shall fill in for the Chairperson as needed in holding Leadership Team Meetings and conducting the monthly East Tennessee Freedom meeting.

SECTION 5.7 DUTIES OF SECRETARY/TREASURER

The Secretary/Treasurer shall oversee the finances of the Organization

- (a) Co-sign checks along with the Chairperson
- (b) Account for monies collected through special event voluntary donations
- (c) Account for all expenditures paid by the Organization
- (d) Maintain minutes of the Leadership Team Meetings

SECTION 5.8 COMPENSATION FOR OFFICERS OF THE ORGANIZATION

The salaries/bonuses/benefits of officers of the organization shall be fixed from time to time by resolution of the Leadership Team. In all cases, any salaries received by officers of this organization shall be reasonable and given in return for services actually rendered to or for the organization.

ARTICLE 6 FINANCIAL OPERATION

Financial support for East Tennessee Freedom shall come from voluntary donations and special event donations. The fiscal year shall run January 1 through December 31.

The Chairperson and Treasurer of the organization shall open a checking account, with an EIN number as required by the banking institution. Two signatures will be required for transactions.

Voluntary donations and special event donations will be collected and accounted for by a two-person accountability, which shall include the Treasurer.

Any active member's expenses will be reimbursed upon receipt of invoice documentation, approval by the Leadership Team and upon available fund balance only when such expenses have been approved in advance.

The Chair and treasurer can approve payment for expenditures for up to \$100 without board approval. Other expenses will be approved by the Board in advance after review of the available fund balance.

The East Tennessee Freedom fund balance cannot be below the minimum balance that would result incurring overdraft charges.

An annual budget will be prepared as stated in this document, Section 4.11(c).

The Leadership Team commits to transparency with the organization's finances.

ARTICLE 7 EXECUTION OF INSTRUMENTS

The Leadership Team, except as otherwise provided in these Governing Documents, may by resolution authorize any officer or agent of the organization to enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization, and

such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the organization by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

ARTICLE 8

AMENDMENT OF GOVERNING DOCUMENT

Except as may otherwise be specified under provisions of law, this Governing Document may be altered, amended, or repealed and a new Governing Document adopted by approval of the Leadership Team at a regular or special called meeting.

ARTICLE 9

CONSTRUCTION AND TERMS

Should any of the provisions or portions of these Governing Documents be held unenforceable or invalid for any reason, the remaining provisions and portions of this Document shall be unaffected by such holding.

ADOPTION OF GOVERNING DOCUMENT

We, the undersigned are the initial or current Leadership Team members of this organization, and we consent to, and hereby do, adopt the foregoing Governing Document, consisting of 12 initialed and dated pages.

Danielle Goodrich, Chairperson (Date)
East Tennessee Freedom

Denise Sibley, Co-Chairperson (Date)
East Tennessee Freedom

Bill Boswell (Date)

Leah Bolton (Date)

Martha Davenport (Date)

David Perry (Date)

Appendix A
Term of Office for Leadership Team Members
(To be Updated March of each year)

Name	Term of Office
Danielle Goodrich	Chairperson
Denise Sibley	Co-Chairperson
Bill Boswell	2024- December 2026
Leah Bolton	2024- December 2026
David Perry	2024- December 2025
Martha Davenport	2024- December 2025

Amendments:

Article 1, Section 1.2 Mission. Amended February 18, 2025. New wording:

We are an organization with Christian conservative republican values as originally laid out by our Founding Fathers. The mission of the organization is to uphold God-Given Rights through education and advocacy.

Appendix A. Amended April 15, 2025.

Appendix A

Term of Office for Leadership Team Members (To be Updated March of each year)

Name	Term of Office
Denise Sibley	Chairperson
Danielle Goodrich	2025- December 2026
Bill Boswell	2024- December 2026
Leah Bolton	2024- December 2026
David Perry	2024- December 2025
Martha Davenport	2024- December 2025