

## **Bylaws of the Thurston County Republican Party**

### **Preamble**

The Republican Party of Thurston County establishes these bylaws for the administration of the county party, to support the election of Republican candidates to public office and non-partisan candidates who support Republican principles to public office, to attract voters and volunteers to the Republican Party, to protect the Constitutions of the United States and Washington State, to work for the passage of initiatives and referenda, and to ensure greater dignity, freedom and prosperity for all.

The purpose of the Central Committee and Executive Board is to:

1. Lead, contribute and participate in the establishment of a Republican Party organization that is an effective vehicle for setting public policy.
2. Fulfill those functions conferred on it by state law and the state party rules.
3. To locate, guide, prepare and retain Republican candidates for public office.
4. To plan, organize, administer and finance the party's operations to accomplish the above stated purposes.

### **Article I. The Central Committee**

The Central Committee shall be the governing body of the Thurston County Republican Party. It shall perform all the duties required of it by Washington State Law and the bylaws of the Washington State Republican Party.

The membership of the Central Committee shall be: 1) all currently elected Precinct Committee Officers, 2) all Precinct Committee Officers appointed through the party Chairman's power to fill vacant precincts, and 3) county party officers not otherwise members of the central committee.

Precinct Committee Officers must live and be registered to vote in the precinct they represent. Only members of the Central Committee (Precinct Committee Officers or officers of the party) may make motions or vote on motions. Republican Guests who are not members of the Central Committee and who are registered voters of Thurston County are welcomed to participate in discussions, after recognition by the Chair. A Guest may only suggest a motion or amendment. Only a seated Central Committee member may make the motion, offer amendments or participate in floor debate.

The Central Committee shall have three types of meetings: 1) regular meetings, 2) special meetings and 3) the biennial reorganization meeting.

A quorum for conducting any meeting of the Central Committee shall be 1/5 (20%) of the membership, except as specified in Article X and XI.

The Central Committee has the following authority and duties:

1. To elect executive officers of the party, including the Chair, First Vice-Chair, Second Vice-Chair, State Committeewoman, State Committeeman, Secretary, and Treasurer.
2. To approve all county party planning documents submitted to it by the Executive Board, including an annual budget showing anticipated revenue and expenditures, a fundraising plan, a policy regarding party campaign contributions and services to candidates, and an annual political action plan.

3. To endorse or nominate candidates for public office, and by doing so, authorize campaign contributions and services from the county party for the endorsed or nominated candidates. The Central Committee may make the decision to authorize a specific campaign contribution or service to candidates, or may delegate all or part of the decisions to the Executive Board. Campaign services or contributions may only be offered to formally endorsed or nominated candidates.
4. To adopt resolutions for inclusion into the county party platform between the party's biennial conventions (if held).
5. To recall any officer of the party following the procedures described in these bylaws.
6. To ratify or suspend by majority vote the actions of the Executive Board as described by the minutes of the Executive Board, which will be provided to each member of the Central Committee with the Chair's call to meet. However, the Central Committee may not suspend actions which would require the party to default on contracts or other legal commitments.
7. To receive and review monthly financial reports from the Treasurer and biennial audits from the Audit Committee.
8. To create standing or ad-hoc committees beyond those described in these bylaws, provided the duties of the committees not conflict with the standing committees formed through these bylaws.
9. To state its preference regarding which individual(s) from the Thurston County Republican Party, in compliance with the rules established by the State Central Committee, should be elected to membership to the State Executive Board.

The Central Committee shall have no fewer than four regular meetings in a calendar year, the place and time of the meeting subject to the call of the chair. The Secretary or Chair, with the concurrence of the Executive Board, will, no later than January 25 of each year, establish and distribute to the Central Committee members the schedule of regular meetings for the year. The Chair will prepare, and the Secretary will distribute to the Central Committee members, ten days prior to the meeting, by mail or electronic means, an agenda for each regular meeting. The regular meetings will be scheduled with significant political events in mind, including adoption of the annual planning documents in February, filing by candidates in May, the primary election in August, and the general election in November.

The Chair or Secretary may schedule a special meeting of the Central Committee between regular meetings to consider matters of an urgent nature, including but not limited to, the filling of a vacancy in a party office and the endorsement or nomination of candidates for office. The Chair will prepare, and the Secretary will distribute to the Central Committee members, ten days prior to the meeting, by mail or electronic means, an agenda for each special meeting. The Central Committee may call itself into order by submitting a written petition with the signatures of the number of seated Central Committee members that would constitute a quorum for the type of meeting being called, specifying the place and time of the Central Committee meeting, to the county party secretary. The petition must be submitted twelve days prior to the date of the meeting to allow the party secretary to comply with the ten-day notice rule. If the party secretary is unavailable or fails to issue the call for the meeting, the Precinct Committee Officer whose signature is listed first on the petition shall issue the call by circulating copies of the signed petition to all seated Central Committee members.

## **Article II. The Executive Board**

The Executive Board shall consist of the elected officers of the Central Committee: the party chair, the party first vice-chair, the party second vice-chair, the State Committeeman, the State Committeewoman, the party Secretary, and the party Treasurer

A quorum for conducting regular business of the Executive Board shall be 2/3 (66%) of the membership.

The Executive Board has the following authority and duties:

1. To approve all party planning documents for submission to the Central Committee, to distribute the documents to the Committee with a “do pass” or “do not pass” recommendation.
2. To approve all off-budget expenses in excess of \$500.
3. To authorize campaign contributions and services for candidates subject to the policy adopted by the Central Committee and the endorsements, nominations and delegations made by the Central Committee.
4. To receive, review and approve monthly and annual financial reports submitted by the Treasurer to the Board.
5. To act on behalf of and with all the authority of the Central Committee when the Central Committee cannot be called into session, except those functions reserved to the Central Committee by state law, the Washington State Republican bylaws, or these bylaws.
6. To approve plans drafted and actions taken by the standing and ad hoc committees.
7. To supervise the timely accomplishment of the political and fund-raising programs and budget plans.
8. To receive, review and respond to the Audit Committee’s biennial audit of the party’s financial records.
9. To prepare and maintain a policy and procedure manual providing the information necessary for the officers and committees to perform their duties.
10. To approve the membership of standing and ad hoc committees appointed by the Chair.

The Executive Board shall meet at least monthly, the place and time of the meetings subject to the call of the party chair. The party secretary, or the party chair, must provide a notice and agenda for all meetings by mail or electronic means five days prior to the meeting.

The party chair shall have the right to poll the membership of the board by phone, or other acceptable means, when a meeting cannot be called. Any decision reached by polling the membership must be ratified at the next meeting of the Executive Board.

In the event that any Thurston County member of the State Committee is removed from the State Committee membership per Article 3.1 of the WSRP Bylaws, that member of the Thurston County Executive Board shall also forfeit membership in the TCRP Executive Board and the vacancy shall be filled per these Bylaws.

### **Article III. The County Party Chair**

The party chair is the chief executive officer and official spokesperson of the Thurston County Republican Party. The Chair has the following authority and duties:

1. To authorize all expenditures, hire and fire all staff, and enter into all contracts for the party.
2. To chair all meetings of the Central Committee and the Executive Board, except a meeting called to consider the chair's removal from office.
3. To guide the proper functioning of all officers, committees and employees of the county party to the end that its programs and policies are successfully administered and its business properly conducted.
4. To appoint the members of all standing and ad hoc committees and to create ad hoc committees and leadership positions within the county party as needed. The chair shall appoint all ad hoc committee chairs and leadership positions. The party chair may remove any committee chair, committee member or individual in an appointed leadership position for any reason. The chair may designate himself as the chair of any ad hoc committee and is considered a member of each committee of the county party. The chair may appoint Republicans who are not precinct committee officers but who are registered to vote in Thurston County to any standing or ad hoc committee.
5. To plan, organize and execute any pooled county caucus and the Thurston County Republican Convention based on the call of the state central committee and the rules of the Washington State Republican Party. The party chair shall appoint all temporary County Commissioner District chairs and members of the convention's Planning, Credentials, Rules and Platform committees. The party chair shall serve as the temporary chairman of the convention.
6. To appoint a Precinct Committee Officer for any precinct where a vacancy exists. NOTE: The Chair may only appoint new Precinct Committee Officers after completion of the bi-annual reorganization meeting.  
Appointed Precinct Committee Officers take office ten days after their appointment. Upon appointing a Precinct Committee Officer, the Chair will immediately inform the Party Secretary and the elections Section of the County Auditor's Office of the appointment.
7. To appoint an Executive Director to assist in accomplishing the Chair's duties and implementing party bylaws, rules and policies. The Executive Director shall take office only after approval of his or her credentials and qualifications by the Executive Board. The Executive Director shall report to and serve at the pleasure of the Chair.
8. To appoint interim officers, with the concurrence of the Executive Board, in the event that an officer resigns or is otherwise unable to perform their duties. The interim officer shall not have a vote, and shall serve only until the election of a new officer.
9. The chair shall not serve on any other Thurston county political organization's executive board

### **Article IV. The County Party First Vice-Chair and Party Second Vice-Chair**

The First Vice-Chair of the Thurston County Republican Party shall perform the duties of the party chair when the party chair is absent or unable to perform their duties. In the event of a

vacancy in the office of the party chair the first vice-chair shall serve as party chair until the office of party chair is filled. The first vice-chair is responsible for the development and implementation of an annual fundraising plan, the organization of the Lincoln Day Dinner, Annual Picnic, and other fundraising events as assigned by the Central Committee. The first vice-chair will be assisted by members of the Events Committee (if formed). Per RCW 29A.80.030, the first vice-chair will be of the opposite gender of the Chair.

The Second Vice-Chair of the Thurston County Republican Party shall perform the duties of the party chair when the party chair and the party first vice-chair are absent or unable to perform their duties. In the event of a vacancy in the office of both the party chair and the party first vice-chair, the second vice-chair shall serve as party chair until the office of party chair is filled. The second vice-chair shall be responsible for all activities associated with operating the Thurston Republican Food Concession Trailer. The second vice-chair may request the assistance, through the first vice-chair, of the Events Committee (if formed) in planning and coordinating activities associated with the food concession trailer.

#### **Article V. The County Party Secretary**

The Thurston County Republican Party Secretary has the following authority and duties:

1. To prepare and distribute meeting notices and agendas at the direction of the chair or as a result of a qualified petition of the Central Committee.
2. To prepare and maintain complete and accurate minutes of all proceedings of all meetings of the Central Committee and Executive Board. The Secretary will also verify the credentials of all members of the Central Committee who attend Central Committee meetings.
3. To receive and maintain the minutes and documents of each standing and ad-hoc committee.
4. To maintain all other non-financial records of the county party. Records must be kept for six years.
5. To maintain a complete and accurate official list of the Central Committee members and officers of the county party.
6. To perform other administrative duties as directed by the Chair or the Executive Board.
7. To Chair and be assisted by a Credentials Committee (if formed).
8. The Secretary will serve as the temporary county convention Secretary.
9. To assist the Board in preparing, and to maintain, the county party's policy and procedure manual.

The Secretary shall perform the duties of the party chair when the party chair, party first vice-chair and party second vice-chair are absent or unable to perform their duties. In the event of a simultaneous vacancy in the offices of party chair, party first vice-chair and party second vice-chair the party secretary shall serve as party chair until the office of party chair is filled.

#### **Article VI. The County Party Treasurer**

The Thurston County Republican Party Treasurer has the following authority and duties:

1. To prepare and file all required public disclosure documents, non-profit organization documents, employer reports and payments required by federal and state agencies.

2. To maintain all financial and corporate records required for the efficient and lawful operation of the county party. Records must be kept for six years.
3. To maintain all required banking accounts for the party, receive all contributions made to the party, and deposit all contributions.
4. To sign all checks for the party.
5. To prepare a proposed annual budget, to include an adequate and ongoing operating reserve, for review and approval by the Executive Committee and the Central Committee. The fiscal year shall be from January 1 to the following December 31 of the same calendar year, both dates inclusive. During the first three months following the biennial organizational meeting, expenditures shall be authorized to the level of the prior year's budget, unless the Central Committee or Executive Board shall otherwise direct.
6. To submit monthly financial reports and annual financial statement to the Executive Board and Central Committee.
7. To submit an annual report of activities to the Executive Board and Central Committee.
8. To be the official point of contact for the Party's ownership of website domains and contracting for technology services during his or her term of office. The Party will pay the cost of the website domains and services. The renewal period for the website domain and hosting service will be set to ensure overlap between party biennia. The website and other technology services will be managed by individuals appointed by the Chair.

Candidates for the treasurer position should demonstrate knowledge and skills necessary to comply with Public Disclosure Commission reporting requirements.

**Article VII. The State Committeewoman and State Committeeman**

The State Committeewoman and State Committeeman of the Thurston County Republican Party are the representatives of the county party to the State Central Committee. The State Committeewoman and State Committeeman shall brief the Executive Board and Central Committee on issues before the State Central Committee and receive the advice of both bodies.

One of the state committee persons will be designated to be responsible for the development and implementation of a political action plan to recruit and train candidates and campaign volunteers, and to provide campaign assistance and services to the candidates. The other state committee person will be designated to be responsible for the development and implementation of a voter outreach plan designed to inform, influence and register voters and to manage the "get out the vote" effort during elections.

**Article VIII. Ad-Hoc Committees**

The following committees may be organized and appointed by the Chair. Each committee should have a minimum of three precinct committee officers. Each committee will be chaired by a member of the Executive Board as stated in Articles IV through VII. By December 31 of each year, the chair of each committee shall submit to the Executive Board and Central Committee a written report concerning the committee's activities in the preceding year.

**Audit Committee** (when formed)

The party chair shall organize an audit committee, whose chair and members must be ratified by the Executive Board. This committee shall review the county party's financial records to ensure that no malfeasance has taken place and that state public disclosure laws have been complied with. This committee should be formed as soon as possible after the reorganization meeting and conduct an audit on the previous year's activities. The Audit Committee will also conduct annual reviews of the Party's financial budget, expenditures and income. The Chair or Treasurer may request assistance from the committee in creating the Party's annual budget. One member of the committee must be trained in accounting.

**Credentials Committee** (if formed)

The Credentials Committee will be chaired by the Secretary and will be responsible for identifying and recruiting potential precinct committee officers, maintaining a complete and accurate list of precinct committee officers. The Credentials Committee will also be responsible for assisting the Executive Board in identifying the best available technologies for use by the Party, and will arrange for training and orientation of members of the Executive Board, Central Committee and party volunteers in their use. The Party Chair will designate one or more members who will be responsible for the development, improvement and maintenance of the website used by the Party.

**Political Action Committee** (if formed)

The Political Action Committee will be chaired by one of the state committeepersons and will be responsible for developing and implementing a political action plan to recruit and train candidates and campaign volunteers and to provide campaign contributions and services. The Committee will develop policy regarding party campaign contributions and services for review and approval by the Executive Board and Central Committee.

**Voter Outreach Committee** (if formed)

The Voter Outreach Committee will be chaired by one of the state committeepersons and will be responsible for developing and implementing a voter outreach plan to inform, influence and register voters and to manage the "get out the vote" effort during elections.

**Events Committee** (if formed)

The Events Committee will be chaired by the First Vice Chair and will be responsible for developing and implementing an annual fundraising plan. The Committee will also assist the Vice Chair in providing training to precinct committee officers and other party volunteers in funding raising techniques.

**Article IX Precinct Committee Officers**

Precinct Committee Officers are elected by the voters in their precinct or appointed by the county party chair in the event a precinct committee officer is not elected. By state law they are members of the Thurston County Republican Party Central Committee and therefore responsible collectively for the organization and operation of the county party. Precinct Committee Officers have a responsibility to participate in Central Committee meetings, assist in the party's work by serving on committees or in other leadership positions as appointed by the Chair, to support Republican campaigns and the party's efforts within their precinct and within the county as needed, to participate in the party's fund raising efforts.

### **Article X. The Removal of Party Officers**

Any officer that these bylaws, the state party bylaws, or state law requires to be elected by the Central Committee shall be subject to removal based on the rules of this article.

Removal of an officer shall be in order only at a special meeting of the Central Committee called for the purpose of removing an officer. The call for a special meeting must specify the officer who is subject to a vote to remove. Other than to remove the officer, the only other business in order at that meeting is a vote to schedule a special meeting to fill a vacancy in party office. A quorum for conducting a special meeting to remove an officer shall be 1/2 (50%) of the membership of the Central Committee. The removal of a party officer requires a majority vote. Votes regarding the removal of an officer will be by a show of hands or by standing. A vote of at least 2/3 (67%) the Central Committee members present is required for the vote to remove to be conducted by a secret ballot.

No officer-who is subject to a special meeting to consider his or her removal can be denied the right to speak during the debate on the motion to remove, nor may the officer serve as the chair or secretary for such a meeting.

### **Article XI. Filling Vacancies in Party Office**

All vacancies of a party office must be filled based on the rules of this article. If a vacancy exists in party office, the party chair, or acting party chair, must schedule a special meeting of the Central Committee within one month of the date of the vacancy to elect a replacement. The call for this meeting must specify which office is vacant. In the event that a vacancy exists in more than one party office a single meeting can be called for as many elections as needed provided the call for the meeting includes a notice of every office to be filled. A quorum for conducting a special meeting to fill one or more vacant offices shall be 1/5 (20%) of the membership of the Central Committee. If a regular meeting is scheduled to occur within the thirty day time frame, the election may take place at a regular meeting.

If more than a single office is subject to election at any special meeting of the Central Committee the offices shall be considered in this order: Chair, First Vice-Chair, Second Vice-Chair, State Committeewoman, State Committeewoman, Secretary, Treasurer and then Sgt at Arms.

In all other aspects, a special meeting to fill a vacancy is conducted as a regular meeting.

### **Article XII. Parliamentary Authority, Policy Statements, and Corporate Bylaws**

The most current edition of Robert's Rules of Order shall serve as the parliamentary authority for all meetings of the Central Committee and the Executive Board. These bylaws shall take precedence over Robert's Rules when in conflict.

The Central Committee shall have the power to issue policy statements that govern the operation of the county party.

In the event that the county party incorporates, the articles of incorporation must specify only the elected officers of the county party as corporate officers and the articles of incorporation must not conflict with any portion of these bylaws, the state party bylaws or state law.

### **Article XIII. The Biennial Reorganization Meeting**

After the election in which PCO's are elected the Thurston County Republican Party must reorganize itself. This reorganization must comply with the state party bylaws and state law. The reorganization meeting will take place after the certification of precinct committee officers by the county auditor occurs and no later than the second Saturday of the following January (RCW 29A.80.030) and no sooner than the first day of December (RCW 29A.80.051). The call for the meeting must be issued ten days prior to the meeting date.

Prior to the Reorganization Meeting the county chair must organize a vetting committee. This committee must identify at least one qualified candidate for each of the county party offices. The party chair shall organize a rules committee who shall draft proposed rules and agenda to govern the reorganization meeting. The report from this committee must be included with the call for the meeting. The previous biennium's officers shall serve as the temporary officers of the meeting.

Within 15 days after the reorganization meeting, the outgoing board must turn over all records, accounts, passwords, and all other authorities and possessions of the county party necessary for the incoming board and central committee to conduct business. NOTE: It may be necessary for the Treasurer to delay submitting financial records until all the end-of-year transactions and PDC reports have been completed and posted.

### **Article XIV. Amendments**

These bylaws may be amended by a 2/3 (67%) vote at a Central Committee meeting in which 2/5 (40%) of the membership of the Central Committee is present and voting.

Amendments to the bylaws are in order at a regular meeting of the Central Committee provided that the call for the meeting includes a notice that amendments are to be considered and a copy of the proposed amendments are included.

Any proposed amendments to the bylaws must be submitted in writing to the Executive Board, which will review the proposed amendment and forward it to the Central Committee with a "pass" or "do not pass" recommendation.

A motion at a regular meeting of the Central Committee to consider an amendment to the bylaws at the next regular meeting of Central Committee shall be in order; this motion compels the party secretary to include the proposed amendment in the call for the next meeting.

Amended by the Central Committee December 13, 2016