

# **ISLAND COUNTY REPUBLICAN PARTY BYLAWS**

**Adopted March 11, 2017**

## **INTRODUCTION**

In Island County, Washington, the Republican Party is a hybrid organization consisting of the Island County Republican Party and its governing Central Committee. Unlike the perpetual duration of the Island County Republican Party, its Central Committee is a non-continuing body that springs into existence by operation of law on December 1<sup>st</sup> of each even-numbered year.

Amendable Bylaws adopted by the Precinct Committee Officers of each newly-organized Central Committee are generally the organization's controlling document and may be supplemented by Standing Rules, Precinct Caucus Rules, and Convention Rules. Such bylaws and rules are subordinate to state law and to the Bylaws of the Washington State Republican Party (WSRP).

## **ARTICLE I: NAME**

The name of the statutory organization shall be the Island County Republican Party Central Committee, hereinafter referred to as the Central Committee. The non-statutory name shall be the Island County Republican Party, hereinafter referred to as the ICRP.

## **ARTICLE II: PURPOSES**

The purposes of the ICRP are to contribute to and to participate in the Republican Party as an effective vehicle for improving public policy; to promote voter, donor and volunteer support for those candidates for public office that Island County Republican Party has endorsed; to publicly support Republican principles and recruit new members.

Further, the Central Committee is mandated to fulfil those functions conferred by the Revised Code of Washington ("RCW") and the State Committee bylaws.

## **ARTICLE III: MEMBERSHIP**

**SECTION 1:** The voting members of the Central Committee shall be:

1. Precinct Committee Officers (PCOs) duly elected in their respective precincts in a state primary election, and certified by the Supervisor of Elections of Island County;
2. Officers of the Central Committee elected at the Organizational Meeting, or their legitimate successors;
3. Resident PCOs appointed by the Central Committee Chair following completion of the Organizational Meeting prescribed in RCW 29A.80.030;
4. Precinct Chairs appointed by the Central Committee Chair who are not required to be residents of, or registered voters in the precinct in which they serve, will have the powers and

responsibilities of PCOs, with the exception of voting in the election of ICRP officers, delegates, and/or elected officials;

5. It is understood that regardless of elected position or appointment, no person will be granted more than one vote as a member of the ICRP Central Committee.

**SECTION 2:** The ex-officio, non-voting members of the Central Committee shall be any Republican currently holding office in any of the following: the Federal Legislature from the Second Congressional District, the State Legislature from the Tenth Legislative District, and the Island County Government.

**SECTION 3:** The Central Committee may establish a non-voting General Membership category in the ICRP for Republicans in Island County, and determine their rights and privileges.

## **ARTICLE IV: OFFICERS**

**SECTION 1:** The Executive Officers of the Central Committee shall be comprised of a Chair, a Vice-chair (whose gender shall be opposite of that of the Chair), a State Committeeman, a State Committeewoman, a Secretary, and a Treasurer, all of whom, with the exception of the Secretary and the Treasurer, shall be elected at the Organizational Meeting. The Secretary and the Treasurer shall be appointed by the Chair. Each Executive Officer is elected or appointed for a term that commences on the date they are declared elected or appointed, and ends upon convening the successive Organizational Meeting, unless the Officer is removed from office or vacates the office early. Executive Officers may be re-elected for additional terms.

**SECTION 2:** If an Officer of the Central Committee establishes residence outside of Island County, such action shall constitute an automatic resignation and the office deemed vacant.

**SECTION 3:** No Officer of the Central Committee shall have the authority to encumber the Central Committee or the ICRP with any contractual obligation without prior approval by a two-thirds (2/3) majority of votes cast by Executive Officers. The Central Committee shall not enter into any contractual obligation that extends beyond November 30<sup>th</sup> of the following even-numbered year, unless such obligation may be terminated without penalty after the successive Organizational Meeting by providing the vendor with no more than one month's notice.

**SECTION 4:** As ICRP Board Members, Executive Officers shall refrain from publicly endorsing any candidate in a contested Republican electoral race. The intent of this provision is to maintain the appearance of neutrality and fairness to all Republican candidates where one or more Republicans are campaigning for the same position, or where an incumbent Republican faces a challenge from another Republican. This does not, however, preclude any Officer from working on behalf of any Republican candidate's campaign.

**SECTION 5:** Any Officer of the Central Committee, excluding elected PCOs, may be removed from office for cause by a vote of two-thirds (2/3) of the voting members of the Central Committee, with prior notice provided at the previous meeting of the Central Committee, or with the call of the meeting at

which the vote is taken. If notice is provided with the call of the meeting, a ten (10) day written notice call shall be required. Voting for removal shall be by written ballot.

**SECTION 6:** In the event of a vacancy, the Chair may make a temporary appointment to fill the vacancy until such times as the vacancy can be filled by election from a slate of candidates nominated by the Nominating Committee. Nominations shall also be accepted from the floor. All elections to fill such vacancies shall be held at the first Central Committee meeting held subsequent to the occurrence of the vacancy, unless a motion to delay the election is sustained by majority vote of the voting members of the Central Committee present at said meeting.

## **ARTICLE V: DUTIES OF OFFICERS**

### **SECTION 1: DUTIES OF THE CHAIR**

The Chair of the ICRP shall:

1. Preside at all meetings of the ICRP Executive Board and Central Committee;
2. Appoint all Committee Chairs subject to approval by the Executive Board as prescribed by Article VIII, except the Nominating Committee and the Finance and Fundraising Committee; however, the County Chair shall appoint four (4) additional members to assist the Treasurer with his or her duties as Chair of the Finance and Fundraising Committee per Article V, Section 5;
3. Attend all meetings of the WSRP State Committee or appoint a proxy, first choosing the Vice-chair if (s)he is available, as long as County Chairs are voting members of the WSRP State Committee;
4. Be an authorized signer on the ICRP's checking account;
5. Have a discretionary fund, not to exceed \$500.00 during any calendar year, to be used for materials, office supplies, signs, advertising, and other items necessary to promote and conduct the business of the ICRP;
6. Obtain the approval of the Executive Board for any expenditure in excess of the Chair's previously stated discretionary fund. A majority vote by the Executive Board taken in person or via email is acceptable. Email votes must be recorded in the minutes of the ICRP.

### **SECTION 2: DUTIES OF THE VICE-CHAIR**

The Vice-chair of the ICRP shall:

1. Attend all meetings of the ICRP Executive Board, Central Committee, and the ICRP Convention;
2. Assume the duties of the Chair of the ICRP in his or her absence, and assume the position of Chair upon the resignation or removal of the elected Chair; he or she shall remain as Chair for the duration of the current term;

3. Perform such other duties as may be assigned by the Chair.

### **SECTION 3: DUTIES OF THE STATE COMMITTEEMAN AND STATE COMMITTEEWOMAN**

The State Committeeman and State Committeewoman of the ICRP shall:

1. Attend all meetings of the ICRP Executive Board, Central Committee, and the ICRP Convention;
2. Attend all meetings of the WSRP Central Committee or appoint a proxy; said proxy shall be a Member of the ICRP in good standing;
3. Participate in official WSRP activities and serve on WSRP Committees, as able, to assure that the ICRP is visible and represented at the state level

### **SECTION 4: DUTIES OF THE SECRETARY:**

The Secretary of the ICRP shall:

1. Attend all meetings of the ICRP Executive Board, Central Committee, and the ICRP Convention;
2. Record the minutes of all ICRP Executive and Central Committee meetings;
3. Send the Central Committee meeting calls as well as any special meeting call(s) as directed by the Chair; such meeting calls may be made by USPS or transmitted electronically, by email;
4. Prepare and distribute to all members of the ICRP Central Committee the minutes of each Central Committee meeting and ICRP Convention within ten (10) days of each meeting and/or event;
5. Maintain an official list of Members;
6. Distribute other materials as directed by the Chair, including press reports;
7. Maintain the official records of the ICRP.

### **SECTION 5: DUTIES OF THE TREASURER**

The Treasurer of the ICRP shall:

1. Attend all meetings of the ICRP Executive Board and Central Committee;
2. Serve as Chair of the Finance and Fundraising Committee;
3. Receive and serve as custodian of any and all funds of the ICRP;
4. Maintain a general checking account for depositing monies received by the ICRP, and issue checks in payment of legitimate obligations;
5. Submit required reports to the Public Disclosure Commission (PDC) in a timely manner;
6. Pay all bills of the ICRP in a timely manner;

7. Prepare monthly financial statements and submit them to the Executive Board at all ICRP meetings;
8. Make all financial records immediately available to the Chair of the ICRP upon request;
9. Maintain records of donors and attendees of special events;
10. Maintain records of all dues-paying Members and arrange for the billing of annual dues.

#### **SECTION 6: INABILITY OF OFFICERS TO SERVE; SUCCESSION**

In the event of a vacancy in an office of the Executive Board, whether by voluntary termination or by removal by the body for cause, the successor shall be determined as follows:

1. If the position of Chair of the ICRP is vacant, the Vice-chair shall assume the duties of the Chair;
2. If the position of Vice-chair of the ICRP is vacant, the Chair shall appoint a Vice-chair to serve until a Vice-chair is elected at the next regular meeting of the ICRP;
3. If the office of Chair and Vice-chair are both vacant, the State Committeeman or State Committeewoman (or both) may, upon mutual agreement, assume temporary leadership of the ICRP for the purpose of recruiting a suitable Chairperson as soon as possible.

### **ARTICLE VI: MEETINGS**

**SECTION 1:** The Central Committee shall meet a minimum of four (4) times each calendar year. Properly called Central Committee meetings at which the attendance requirement for a quorum is not met shall count toward the minimum number of required meetings. The Organizational Meeting shall not count toward the minimum number of required meetings.

1. The first meeting of odd numbered years shall be in January;
2. Other Central Committee and Executive Board meetings shall be at the call and place designated by the Chair of the Central Committee.

**SECTION 2:** Special meetings of the Central Committee may be called by the Chair, or by three (3) members of the Executive Board, or at the request of twenty-five percent (25%) of the voting Members, provided: 1) a formal written request specifying the reason(s) for calling the meeting has been delivered to the Chair; and, 2) the Chair fails to act for a period of five (5) working days after receipt of the request.

1. A call for a special meeting shall be in writing and delivered to all members of the Central Committee at least seven (7) days prior to the date of the meeting; said call to meeting may be sent via USPS or transmitted electronically, by email;
2. All special meetings shall be conducted under the same rules as regular meetings.

**SECTION 3:** A quorum shall be established when greater than 20% of voting Members are present at a meeting; a quorum count may be called before each vote if the number of voting Members has changed during the course of a meeting.

1. If a quorum is not present at any regular or special meeting of the Executive Board or Central Committee, then, at the direction of the Chair, a vote by electronic mail (email) may be called; the most secure and appropriate method of such electronic voting shall be determined by the Executive Board; said email shall be sent with delivery confirmation requested.
2. Said electronic mail ballot shall occur within five (5) days following said meeting as directed by the Chair, containing a deadline for voted ballots to be returned and counted;
3. Every eligible voting Member of the Executive Board or the Central Committee shall be sent an appropriate electronic ballot.

**SECTION 4:** The Organizational Meeting shall be held in accordance with RCW 29A.80.030. The Organizational Meeting will be the first regular Central Committee meeting, attended by the PCOs of the ICRP from the several voting precincts of the county. Following each state general election held in even-numbered years, subsequent to the certification of PCOs by the county auditor, and no later than the second Saturday of the following January, the Central Committee shall meet at an easily accessible location within the county for the purpose of organization. The authorized Officers of the retiring Central Committee shall cause written notice of the time and place of the meeting to be transmitted to each PCO by email or USPS at least seventy-two (72) hours before the date of the meeting.

**SECTION 5:** The retiring Central Committee is authorized to direct the Treasurer to expend such sums of money as are necessary in order to notify and provide the duly-elected PCOs with the call and the agenda of the Organizational Meeting. The Central Committee is further authorized to provide adequate space and equipment essential for the meeting.

## **ARTICLE VII: THE EXECUTIVE BOARD**

**SECTION 1:** The voting Members of the Executive Board shall be:

1. The Chair, Vice-chair, State Committeeman, State Committeewoman, Secretary, and Treasurer;
2. The duly appointed Chair of any Standing Committee which appointment has been ratified by a vote of the Executive Committee.

**SECTION 2:** The ex-officio, non-voting Members of the Executive Board shall be:

1. Any Republican elected to, and currently holding office in, the Federal Legislature from the Second Congressional District, the State Legislature from the Tenth Legislative District, or the Island County Government;
2. The Chair of any Standing Committee appointed by the County Chair but not yet approved by the Executive Committee; Chairs of ad hoc committees;
3. The Parliamentarian.

**SECTION 3:** The Executive Board is responsible for planning the annual program of the Central Committee. Such plan shall be submitted to the Central Committee for approval at the first meeting after the Organizational Meeting.

**SECTION 4:** The Executive Board shall exercise general supervision of the affairs of the Central Committee between its business meetings, shall make recommendations to the Central Committee, and shall perform other such duties as are specified in the Bylaws. The Executive Board shall be subject to the orders of the Central Committee, and none of its acts shall conflict with action taken by the Central Committee.

**SECTION 5:** Unless otherwise ordered by the Executive Board, regular meetings of the Executive Board shall be held four (4) times each year, or at the call of the Chair.

Special meetings may be called upon the written request of three (3) voting members of the Board.

1. A call for a special meeting shall be in writing and delivered to all members of the Executive Board at least seven (7) days prior to the date of the meeting. Said call to meeting shall be issued by USPS and/or electronically with delivery confirmation requested.
2. All special meetings shall be conducted under the same rules as regular meetings.

## **ARTICLE VIII: COMMITTEES**

ICRP Committees shall consist of the following:

### **SECTION 1: Standing Committees**

The following Chairs of Standing Committees (except Finance and Fundraising) shall be appointed by the County Chair:

1. Audit;
2. Bylaws and Standing Rules
3. Campaigns and Issues;
4. Finance and Fundraising;
5. Membership;
6. Other such Committees as may be deemed appropriate by the Executive Board.

## **SECTION 2: Special “Ad Hoc” Committees**

The following ad hoc committees may be created for a specific purpose, and cease to exist when their purpose has been achieved; ad hoc Chairs are appointed by the County Chair.

1. Caucus and Convention;
2. Newsletter / Public Relations;
3. Nominating;
4. Lincoln Day Dinner
5. Any other committee deemed necessary.

**SECTION 3: *Audit Committee*** - The Audit Committee shall be comprised of three (3) persons appointed by the County Chair at the third Central Committee meeting of the year. Their duty is to audit the Treasurer's accounts at the close of the calendar year and to report their findings to the Executive Board.

**SECTION 4: *Campaigns and Issues Committee*** – The Campaigns and Issues Committee shall be comprised of at least three (3) Members, including one from each County Commissioners’ District. It shall be the duty of this Committee to seek and recommend candidates for partisan offices, and to recommend action on ballot issues.

**SECTION 5: *Finance and Fundraising Committee*** - The Finance and Fundraising Committee shall be comprised of the Treasurer and four (4) additional Members to be appointed by the Chair. It shall be the duty of this Committee to prepare a budget for the calendar year beginning January 1, and submit the budget at the second regular meeting of the Central Committee. The budget shall include a financial plan for acquiring funding for ICRP operating expenses and candidate contributions, and include a calendar of events showing the time and place of each fundraising effort. This Committee will assist the Executive Board in organizing and executing fundraising projects.

**SECTION 6: *Ad Hoc Nominating Committee*** – **No later than June of even numbered years**, a Nominating Committee comprised of one (1) member from each County Commissioner’s District shall be elected by the Central Committee. The Nominating Committee shall elect its own Chair. It shall be the duty of this Committee to nominate candidates for offices within the ICRP. At the Organizational Meeting, the Nominating Committee shall present a slate of candidates for consideration by the newly-organized Central Committee. A slate shall be one candidate for each position to be filled. Nominations from the floor are also acceptable at the Organizational Meeting.

**SECTION 7:** Such other committees, Standing or Special, shall be appointed by the County Chair as the Central Committee or Executive Board deems necessary to carry out the work of the Central Committee.

**SECTION 8:** The County Chair shall be an ex-officio member of every ICRP Committee except the Nominating Committee.

## **ARTICLE IX: COUNTY CONVENTION**

**SECTION 1:** The County Chair shall arrange and provide for a Republican Party County Convention in accordance with the call received from the Republican Party State Committee, for the purpose of electing delegates to the Republican Party State Convention, receiving reports, considering resolutions, and transacting such other business as may properly come before it.

**SECTION 2:** Any registered voter of the precinct in which the caucus is being conducted who is willing to state by signing a Registration form and List of Participants at Precinct Caucus form that he/she considers him/herself to be a Republican and has not participated and will not participate in the current-year caucus or convention system of any other political party shall be eligible to participate in the caucus.

**SECTION 3:** In accordance with Washington State rules, the Chair, Vice-chair, State Committeeman, State Committeewoman, PCOs, and Precinct Chairs shall be automatic at-large Delegates to the County Convention, any other provision of this article notwithstanding.

**SECTION 4:** Convention Committees appointed by the County Chair shall include: General Arrangements, Credentials, Standing Rules, Program, Elections, and Platform.

**SECTION 5:** The County Chair shall be the temporary Chairman of the County Convention.

**SECTION 6:** A participation fee may be charged for the County Convention.

## **ARTICLE X: PARLIAMENTARY AUTHORITY**

The rules contained in the latest edition of *Robert's Rules of Order, Newly Revised* shall govern in all cases where they are applicable, and where they are not inconsistent with these Bylaws or with any special rules of order the Central Committee may adopt.

## **ARTICLE XI: ADOPTION OF BYLAWS AND AMENDMENTS**

**SECTION 1:** Following the Organizational Meeting held in accordance with RCW 29A.80.030, the Central Committee shall appoint a committee to review Bylaws, which committee will then cause the recommended Bylaws to be included in the call of a regular meeting of the Central Committee.

**SECTION 2:** Following their adoption, these Bylaws may be amended at any regular meeting of the Central Committee by a two-thirds (2/3) vote of those voting Members present, as long as a quorum is established and provided that the amendment has been submitted in writing at the previous regular meeting of the Central Committee, or in the call to meeting.

The foregoing Bylaws of the ICRP were duly adopted as provided herein on the 11<sup>th</sup> day of March, 2017.

Island County Republican Party

/ss/ Terresa Hobbs, Chair