

## KLICKITAT COUNTY REPUBLICANS, CENTRAL COMMITTEE

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned, being the Chair and Secretary of the Klickitat County Republicans, for the purpose of restating the Bylaws of this Central Committee, do hereby certify that these Restated By-laws were duly adopted on this date of December 8, 2018 by the Central Committee and supersede the original Bylaws of this Central Committee and all prior amendments to them. The undersigned therefore certify and adopt the following Bylaws of this Central Committee:

### Article I. NAME

Section 1.01 The name of this organization shall be the KLICKITAT COUNTY REPUBLICANS, (KCR).

### Article II. PURPOSE and Objective

Section 2.01 Purpose:

- a) The purpose of the KCR Party is to elect Republicans who file as an (R) for local, state and national positions. This section requires equal candidate support by KCR when two (R)s are running for the same office unless by two thirds vote of PCOs and Captains, KCR chooses one candidate over the other based on their declared affirmative position relative to the KCR Platform points and their electability.
- b) Fill vacancies in public offices that had been occupied by Republicans.
- c) Attract Republican and independent voters and volunteers to the Republican Party and encourage grassroots participation.

Section 2.02 The KCR is organized to promote excellence in our government, to educate party members and the general public about local, state and national issues and to provide a forum within Klickitat County for Republicans.

### Article III. MEMBERSHIP AND ORGANIZATION

Section 3.01 Membership in the KCR shall consist of all good standing dues paying Klickitat County registered voters who consider themselves to be Republicans and express a desire to be members.

Section 3.02 Each member shall pay dues to the KCR in the amount of \$25.00 per member or \$30.00 per couple per year to be in good standing. "Good standing", as used throughout these bylaws, means that a member has paid their dues for the current year. Memberships shall run from January 1 through December 31. Dues paid midyear only maintains currency until year's end.

Section 3.03 The governing body of the KCR shall be the Klickitat County Republican Central Committee (KCRCC). The membership of which shall consist of Precinct Committee Officers (PCO's), in accordance with (IAW) RCW 29A.80.030 and appointed Precinct Captains

### Article IV. EXECUTIVE BOARD

Section 4.01 Purpose and Objective:

The Executive board shall provide for the routine administration of the plans and policies adopted by the Central Committee. This shall include:

- a) Accounting for funds, establishing budgets, and priorities in conjunction with the direction of the Central Committee.

b) Carrying out the purpose and objectives for the Central Committee and the Republican Party in Klickitat County

c) The Executive Board members shall report their respective activities to the Central Committee at regularly scheduled Central Committee meetings.

Section 4.02 Executive Board Members shall be the Chair, Vice Chair, State Committeeman, State Committeewoman, Secretary and Treasurer. Elected officers shall be the County Chair, County Vice Chair, State Committeeman and State Committeewoman.

a) Executive Board members shall be registered voters and residents of Klickitat County, and shall be current members in good standing of the KCR

b) The Chair, Vice Chair, State Committee Man and State Committee Woman shall be nominated and elected by the PCOs during the Organizational Meeting, or at any time a vacancy occurs. The Executive Board members may not vote at a Central Committee meeting unless the member is entitled to vote in some other role or capacity (such as being a PCO, Precinct Captain or proxy).

c) The County Chair and County Vice Chair shall be of opposite gender unless mid-term one is replaced by a member of the opposite gender. This exception continues until the next organization meeting.

d) Executive board members shall take their office immediately after their election and will hold office until resignation, removal per Article VI Section 6.01, or until the next organizational meeting.

e) The Secretary and Treasurer shall be nominated by the County Chair or PCOs and appointed with the approval of the Central Committee. These officers shall take their office immediately after they have been approved by majority vote of the Central Committee and shall hold office from their approval until resignation, removal per Article VI Section 6.01, or until the next organizational meeting.

Section 4.03 The Executive Board shall meet prior to the Central Committee meeting to establish the agenda for the next Central Committee meeting, and conduct Executive Board business as required.

Section 4.04 The Executive Board members shall attend a minimum of one Central Committee meeting per quarter. Failure to meet this requirement unless excused will constitute their resignation from the Executive Board.

Section 4.05 The Executive Board shall provide the minutes of the Executive Board meetings to the Central Committee at or before the next Central Committee meeting.

## Article V. OFFICER and DUTIES

Section 5.01 County Chair shall:

a) Serve as the Chief Executive Board Member of the Central Committee. He or she is responsible for Republican Party activities in Klickitat County, including the day to day operations and the business of the Central Committee.

b) Call, issue the agenda, and preside at regular or special meetings of the Central Committee and the Executive Board, and may serve as the Temporary Chair at the opening exercises of the Klickitat County Republican Convention.

c) Secure the meeting locations.

- d) Represent the Central Committee as a member of the Republican State Central Committee, and act as a liaison between the County and the State organization.
- e) Appoint KCR members to Chair standing committees or other committees as may be deemed necessary to carry out the functions of the Central Committee. Committee Chair shall appoint their respective committee members.
- f) Shall prepare a written summary of his/her activities during his/her tenure of office and shall submit the report for the Organizational Meeting for review by the PCO's. The report should be included with the published agenda and meeting notice.
- g) Shall be an ex officio voting member of all committees, including County Convention.
- h) In the absence of the secretary, shall ensure the minutes of the Central Committee meeting are recorded and provided to the secretary.

Section 5.02 County Vice Chair shall:

- a) Preside in absence of the County Chair at any meeting where the County Chair would otherwise preside, and shall perform the duties of the Chair in absence or incapacity of the Chair.
- b) Prepare a written report of activities of the office and may submit a report at the Organization Meeting for distribution to the PCOs and Executive Board.
- c) In case of death, removal or resignation of the County Chair, within 30 days call a special meeting of the Central Committee for the purpose of filling such vacancy.

Section 5.03 State Committeeman and State Committeewoman shall:

- a) Represent the Central Committee as members of the Republican State Central Committee and act as liaison between the County and the State organization.
- b) Report their activities with the Washington State Republican Party(WSRP) at the following KCR Central Committee meeting.

Section 5.04 Secretary shall:

- a) Be the recording secretary for the Central Committee and the Executive Board at all meetings.
- b) Keep a complete record of minutes of all Central Committee and Executive Board meetings, and maintain all correspondence the Executive Board or other committees may have in their possession that is of importance to the Central Committee. All such records shall be retained by the secretary and transferred to any subsequent secretary.
- c) Prepare Convention notices as prescribed by the Central Committee.
- d) Maintain a current contact list of all PCOs and members in good standing.
- e) Maintain the KCR PO Box.
- f) Notify all PCOs when there are changes to the PCO contact list.
- g) Maintain the record of people that sign in to the Central Committee meetings.

Section 5.05 Treasurer shall:

- a) Serve as custodian of all funds, issue receipts for all monies received, and disbursements made at the direction of the Central Committee, and will retain and report all financial transactions to the Central Committee monthly.
- b) Disperse funds for the purpose of paying regularly occurring operating budget debts of the KCR when such debts do not exceed the amount of Two Hundred Dollars (\$200.00) each. For an expenditure exceeding \$200.00, a second Executive Board signature is required.
- c) Disburse funds as approved and directed by the Central Committee and deposit all funds in banks and/or savings and loan associations designated by the Central Committee.
- d) Ensure that all checks and withdrawals shall be signed in accordance with Sect 5.05(e)
- e) Submit the books for audit as of December 31 of each year to the County Chair.
- f) Complete and properly file all required public disclosure reports, tax reports, and such other documents and reports as may be required by the Central Committee or by law.

#### Article VI. PRECINCT COMMITTEE OFFICERS (PCOs) and PRECINCT CAPTAINS (PC)

Section 6.01 Duties: Each PCO/PC shall have the responsibility and authority for Republican activity in his or her Precinct. The PCO/PC shall:

- a) Arrange for and hold Precinct Caucuses.
- b) Serve as liaison to the voters within the Precinct for purposes of recruitment, training, support of Republican candidates, and encouragement of Republican activity within the Precinct.
- c) Attend and participate in meetings of the Central Committee, District Caucuses and County Convention.
- d) In partnership with the Events Chair, organize and run KCR participation in scheduled community events that are held in their precinct/area and support other events when possible.
- e) Have the power by 2/3 vote of all PCO, to remove from office any elected or appointed officer. The officer sought to be removed shall be given fair opportunity to present evidence and argument in his/her own behalf. The removed officer may be removed and or replaced from office for all non-statutory duties (RCW29A.80.010)

Section 6.02 PCOs may either be elected according to RCW29A.28.071 or shall be appointed by the County Chair per RCW 29A.80.31. PCs may be appointed by the Chair.

Section 6.03 PCOs by a 50%+1 majority may appoint a committee head.

## Article VII. VACANCIES

### 7.0 Vacancy - Elected Central Committee Officers.

7.0.1 If an elected Central Committee officer shall die, resign, be unable or unwilling to perform his/her duties for ninety days; file for or assume an elective partisan public office (other than PCO); cease to be a registered voter; cease to reside in Klickitat County; or, in a calendar year miss three consecutive Central Committee and/or Executive Board meetings at which he/she has a vote, his/her office may be declared vacant by vote of the Executive Board and the officer may be removed and or replaced from office for all non-statutory duties (RCW29A.80.010). If the office of Chair is vacant, the Vice Chair shall act as and fulfill all duties of the Chair until the office is filled by election in accordance with Bylaws. If the Chair, Vice Chair, or State Committeeman or State Committeewoman's spouse, parent, or child files for an elective partisan public office in the County (other than PCO), a replacement shall be appointed by the Chair to serve during the period of such candidacy. The Vice Chair shall serve as the replacement for the office of Chair and shall as and fulfill all duties of the Chair.

Section 7.02 Vacancies in the State Legislature and Partisan County Elected Offices shall be filled, consistent with the requirements of the Washington State Constitution, Article II, Section 15; The vacancies shall be filled by the following procedure:

- a) Within 10 days of such vacancy, the County Chair shall provide written notice to the Central Committee of a vacancy filling meeting to be held within 20 days of such notice
- b) The meeting is for receiving nominations to fill such vacancy and the submission of three nominees to the Board of County Commissioners of Klickitat County.

### Section 7.03 Nomination and Voting:

At a Central Committee meeting, nominations to fill partisan County elective office vacancies may be made by any PCO. Proxies are not allowed. The names of the three nominees receiving the highest number of votes shall be forwarded by the County Chair to the Board of County Commissioners of Klickitat County for their consideration for appointment to fill such vacancy as provided by law.

### Section 7.04 Legislative Vacancies for Districts Crossing Klickitat County Boundaries:

Legislative vacancies for Districts where the boundaries of the district cross Klickitat County boundaries and include parts or all of one or more other counties shall be filled pursuant to the provisions of the Bylaws of the Washington State Republican Central Committee.

### Section 7.05 Executive Board Officer Vacancies:

When a vacancy occurs in the office of the County Chair, Vice Chair, State Committeeman or State Committeewoman, a Special Meeting of the Central Committee shall be called, as provided in these bylaws, for the purpose of filling such vacancy. Only elected PCOs may vote. Absentee votes are permitted.

### Section 7.06 Standing Committee and Other Vacancies:

All such vacancies shall be filled by appointment of the Chair in the same manner as provided in these bylaws for the original appointment. The term of the person filling such vacancy shall be for the unexpired term of the position.

Section 7.07 Per RCW 29A.80.031, If a vacancy occurs in the office of precinct committee officer by reason of death, resignation, or disqualification, or disqualification of the incumbent, or because of failure to elect, the respective county chair of the County Central Committee shall fill the vacancy by appointment. The person so appointed must have the same qualification as PCOs, i.e., be a Klickitat County registered voter in their respective precinct, be a member of the Republican party (RCW 29A.80.41) and subscribe to the KCR platform. When a vacancy in the office of precinct committee officer exists because of failure to elect at a state primary, the vacancy may not be filled until after the organization meeting of the County Central Committee and the new county chair has been selected as provided by: RCW 29A.80.031. If a vacancy exists and there is a PCO elect, the PCO elect shall be immediately seated in the Central Committee. If a vacancy exists because there is no one from the precinct eligible to be appointed a PCO, then a Precinct Captain (PC) who is a KCR member may be appointed by the Chair to represent that precinct. If a PCO eligible KCR member is appointed by the Chair or elected in the primary election, they will automatically replace the appointed Precinct Captain.

## Article VIII. CENTRAL COMMITTEE MEETINGS

### Section 8.01 Organizational Meetings:

The Central Committee shall meet during the period between December 1st and the second Saturday of January of the following year at an accessible location in Klickitat County for the purpose of holding the Organizational Meeting. This meeting shall be in accord with RCW29A.80.030, for the purpose of electing and appointing Executive Board Members, approving bylaws and for other business as may be deemed appropriate if duly noted on the meeting agenda. PCOs at the Organization Meeting, may approve changes to the Organization Meeting agenda, on a majority vote (50% +1). PCOs who are not able to attend the Organization meeting may cast an absentee ballot prior to the meeting for any position on the executive board, meeting rules, and bylaws.

### Section 8.02 Call and Notice of Meetings:

- a) Meetings shall be at the call of the Chair of the Executive Board. Regular meetings of the Central Committee shall require at least ten (10) days written notice to all voting members. Publishing the agenda by EMAIL to PCOs will constitute written notice. The time and place for such meetings shall be specified in the notice. A meeting agenda must be included with all meeting notices. The agenda may be amended at the beginning of a meeting prior to being approved by the Central Committee. Any motion on an issue not specified in the published agenda shall be deferred until the next Central Committee meeting at which time the discussion on the issue will be continued.
- b) Meeting time and date may accommodate elected officials, and PCOs and may alternate between East, Center and West County locations.
- c) All KCR meetings may allow video conference or teleconference if the technology allows all persons participating to hear each other at the same time.

### Section 8.03 Special Meetings

- a) A Special Meeting of the Central Committee may be called by the Chair of the Executive Board. The Special Meeting shall be limited to consideration and action upon the items set forth in the call by the Chair.
- b) A Special Meeting must also be called upon receipt of a petition signed by fifty percent (50%) of all PCO's. In such case, the call must be issued by the Chair or any other member of the Executive Board, within seventy-two (72) hours upon receipt of the petition. The request must specify the purpose, time and location. Upon a failure to act within said seventy-two (72) hours, the board shall be subject for removal by vote by the PCO's at the next Central Committee meeting.

- c) Special Meetings require 72-hour notification to all PCOs

Section 8.04 Action without a meeting:

Approval actions may be taken by the Central Committee without a meeting, if a majority (50%) + 1 of all PCOs approve the action. Their verbal votes shall be recorded and presented at the next Central Committee Meeting. EMAIL meetings are authorized as long as all PCOs are provided the EMAILs and they are given 3 business days to respond.

Section 8.05 Credentials, Voting and Quorum:

- a) Prior to conducting business at a Central Committee meeting, PCOs must provide the Secretary with a Proxy notification, if they will be represented by a proxy.
- b) The Secretary shall conduct a verbal roll call to record the attendance of the PCOs and Executive Board
- c) Only elected PCO's are entitled to vote at an Organizational Meeting.  
Only elected, Chair appointed PCO's and precinct captains and proxies are entitled to vote at a Central Committee or Special Meeting.
- d) Any PCO who cannot attend a Central Committee meeting may issue a proxy notice authorizing another Republican within that PCO's precinct to vote for that PCO for that meeting only. Such proxy notice shall be delivered to the Secretary at the time the person registers at the meeting. No person/precinct may have more than one vote.
- e) No proxy vote shall be allowed in any election for the positions of Chair, Vice Chair, State Committeeman or State Committeewoman. Absentee ballots are approved for any vote specified on the agenda.
- f) Unless otherwise stated in these by-laws, 25 percent (25%) of the PCO's shall constitute a quorum for the transaction of business of the Central Committee.
- g) When not specifically addressed in these bylaws, voting at a Central Committee meeting may be by a show of hands, voting card, a show of standing voters or by voice as determined by the Chair. A simple majority is required.
- h) Unless the Central Committee is in executive session, the audience shall be given an opportunity to comment on any seconded motion prior to a vote before the Central Committee. The Chair may limit the comment period as needed for the meeting.

Article IX. STANDING COMMITTEES

Section 9.01 Candidates Committee:

The County Chair may appoint a Candidates Committee Chair to identify, recruit, train, and support individuals for partisan races. This may include partisan races at all levels of government. The Committee Chair will appoint with the approval of the Central Committee, its Vice Chair and Committee members.

Section 9.02 Events Committee:

The County Chair may appoint an Events Committee chair to coordinate KCR events.

### Section 9.03 Communications Committee:

The County Chair may appoint a Communications Committee Chair to coordinate communications including the KCR website, new releases, etc.

### Section 9.04 Fund Raising Committee:

The County Chair may appoint a Fund Raising Committee to coordinate fund raising efforts for KCR.

### Section 9.05 Credentials Committee:

The County Chair may appoint a Credentials Committee to ensure the credentials of Klickitat County registered voters at precinct caucuses and the county convention are met.

## Article X. PRECINCT CAUCUSES AND CONVENTIONS

### Section 10.01 Precinct Caucuses:

The County Chair shall call a meeting of the Republicans within each precinct in the County on such a date as may be directed by the Republican State Committee and in compliance with all applicable State Committee rules.

- a) Shall be held for the purpose of electing the Precinct delegates and alternate delegates to the County Republican Convention.
- b) May recommend planks for inclusion in the County Republican Platform and may conduct any other business relating to the Republican Party in the precinct.

### Section 10.02 County Convention:

The County Chair shall call a meeting of the delegates elected at the Precinct Caucuses at least thirty (30) days preceding the date fixed for the Republican State Convention, or not less than as set forth in State Committee Rules. This meeting shall be known as the Klickitat County Republican Convention. The Chair shall appoint Arrangement, Credentials, Rules and Platform Committees Chairs.

- a) Purpose and Objective: Shall be for the election of delegates and alternate delegates to represent Klickitat County at the Washington State Republican Convention, for the consideration of a Convention Platform and resolutions, and for such other political activity or business that may appropriately come before the Convention.
- b) Call and Notice: Shall be mailed to the elected delegates and alternates not later than two weeks prior to the County Convention.
- c) Arrangements Committee: Provide planning, all arrangements and registration for the County Convention.
- d) The Credentials Committee: Examine the voting credentials of all delegates to the County Convention. Certify alternate delegates to replace elected delegates not in attendance. Report to the Convention the number of duly elected delegates and alternates (moved to delegates) present who are eligible to vote in Convention business. The report of the Credentials Committee shall be presented to the Convention as early as practicable, following opening ceremonies, and before the transaction of any business of the Convention.



e) The Rules Committee: Set of rules for the Convention to consider adopting to facilitate the orderly transaction of business by the Convention.

f) The Convention Platform Committee: Prepare and present a proposed Convention Platform for the Convention to consider adopting. The Committee may also review and make recommendations on resolutions brought before the Convention. In the event of a minority report from the Platform Committee, it shall follow the presentation of the majority report to the Convention.

#### Section 10.03 Temporary Convention Officers:

The County Chair shall appoint Temporary officers to open the meeting.

a) Temporary convention officers are to preside at the Convention until permanent Convention Officers are nominated and elected by the Convention for each post. The Temporary Convention Officers shall be the Chair, Secretary, Parliamentarian, and Sergeant at Arms. A motion to replace the Temporary Chair and elect a permanent Chair may be in order any time after the Credentials Committee has given its first report.

b) Temporary Convention Officers need not be, delegates or alternate delegates to the County Convention.

Section 10:04 The Rules for the County Convention and its proceedings, including the elections of delegates and alternate delegates to the State Convention, shall be in conformity with the State Convention Rules where applicable or necessary. All voting in the assembly of the convention shall be by majority vote, with the exception of the suspension of the convention rules, which shall require a two-thirds (2/3) vote.

#### Section 10.05 Delegation to State Convention:

At the conclusion of the County Convention, the elected delegates to the State Convention shall meet to elect a Delegation Chair and members as allowed under State Convention Rules to the State Convention Credentials, Rules, and Platform Committees. Matters relating to the State Convention may also be considered.

a) The establishment of a quorum shall not be necessary in order for the Delegation to transact business under this section. All voting shall be by majority vote.

b) The County Chair or Chair's representative shall serve as temporary Chair of the County delegation until the elected Delegation Chair is chosen by the delegation. The election of the Delegation Chair shall be the first order of business. The Delegation Chair shall be one of the delegates elected to represent Klickitat County at the State Convention.

c) In the event the delegation Chair is unable to attend the State Convention, the delegation shall meet to elect a substitute. This meeting may occur prior to or at the State Convention.

### Article XI. BUSINESS AFFAIRS

#### Section 11.01 Audit:

The books and financial records of the Central Committee for each fiscal year shall be audited by a two to five-member committee, including knowledgeable person(s) outside the Executive Board, appointed by the County Chair. Such audit shall be completed within three months after the end of the fiscal year unless the Executive Board directs otherwise.

Section 11.02 Indemnification:

The Central Committee shall indemnify, defend and hold harmless all members of the Executive Board against liability, damage and expense arising from or in connection with good faith service as such. This obligation shall be under all circumstances permitted by law for all acts conducted in good faith, but only to the extent that such person does not have insurance coverage for any claim or loss.

Section 11.03 Reimbursement of Officer Expenses:

The Executive Board may adopt a policy for the reimbursement of Executive Board member expenses which shall be approved by the Central Committee. In the absence of a policy, the Executive Board will not be reimbursed for unapproved KCR expenses.

Section 11.04 Records:

The Executive Board shall adopt a policy for the retention and destruction of Central Committee records.

Article XII. AUTHORITY

Section 12.01 Statutory Authority:

These bylaws are promulgated under the authority of RCW 29.80, et seq., permitting political parties to make their own rules and regulations, and to perform all functions inherent in such organization. Powers herein delegated to officers, elected or appointed, shall be subject to paramount authority of the Central Committee.

Section 12.02 Parliamentary Authority:

Unless inconsistent with these bylaws, the rules contained in "Robert's Rules of Order, Newly Revised", latest edition, shall guide this organization's meetings.

Article XIII. BYLAW AMENDMENTS OR SUSPENSIONS

These bylaws may be amended or suspended by two thirds vote of all PCOs.

IN WITNESS, WHEREOF, the undersigned have hereunto set their hands as of the 3rd day of December, 2016.

KLICKITAT COUNTY REPUBLICAN CENTRAL COMMITTEE

By: Peter Leon

, Chair

ATTEST:

By: Kathy Moco

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Secretary

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