

BY-LAWS (rev. 01-31-02)**WARREN COUNTY REPUBLICAN COMMITTEE****ARTICLE I: QUALIFICATIONS FOR PARTICIPATION IN PARTY ACTIONS**

1. All legal and qualified voters of Warren County, regardless of race, religion, color, national origin or sex, under the laws of the Commonwealth of Virginia, who are in accord with the principles of the Republican Party and who express in open meeting, if requested, their intent to support all of its nominees for public office in the ensuing election, may participate in its Mass Meetings, Party Canvasses, Conventions, or Primaries in their respective Election Districts.
2. A person who has made application for registration and meets all other requirements of paragraph 1, but whose name does not appear on the County registration books solely because of the books having been closed in connection with a local election, will nevertheless be deemed a legal and qualified voter.

ARTICLE II: POWERS, DUTIES, AND GOVERNING AUTHORITY

All powers and duties of the Warren County Republican Committee are derived from the "PLAN OF ORGANIZATION" of the REPUBLICAN PARTY OF VIRGINIA hereinafter referred to as the "State Party Plan." Neither actions of this Committee nor provisions of these By-Laws shall conflict with the State Party Plan or amendments thereto. The rules contained in the most recent edition of Robert's Rules of Order shall govern the County Committee in all cases to the extent they are not inconsistent with these By-Laws or the State Party Plan.

ARTICLE III: COUNTY COMMITTEE

Section A: There shall be a Warren County Committee of the Republican Party hereinafter referred to as the COUNTY COMMITTEE.

Section B: The purpose and objectives of the Warren County Republican Committee is to promote and promulgate the principles of the Republican Party, to encourage qualified candidates to run for public office, to elect Republican candidates to public office, to assist generally all residents of the districts served by the Warren County Republican Committee, and to promote political education and activity. A primary objective shall be that of encouraging all citizens of Warren County to exercise their right to vote in all elections.

Section C: Membership

The composition of the County Committee shall be as set forth below:

- a. County Chairman, Vice-Chairman, Secretary and Treasurer.
- b. Magisterial District Chairman: The total number of members from each Magisterial District shall be determined by the County Committee based on the average number of Republicans who cast votes in the most recent Federal, Gubernatorial, and County elections but not less than one (1) member from each District.
- c. At Large Memberships: Additional at-large memberships may be created which shall not exceed in number thirty percent (30%) of the actual members of the County Committee.
- d. All publicly elected Republican officials in Warren County shall automatically be members of the County Committee. They shall not be classified as at large members.
- e. Membership Fee: Every member elected to the Committee shall pay a membership fee of twenty dollars (\$20.00) per year, or such other amount as shall be adopted by the Committee, to pay for the general operating expenses of the Committee. A year shall commence on January 1.
- f. Committee Qualifications: An individual nominated to become a member of the Warren County Republican Committee must be present when his name is placed into nomination to accept said election. A newly elected member may not cast a vote on any issue before the Committee until the next meeting of the Committee.

Section D: Election and Term

The Warren County Republican Committee Chairman, Vice Chairman, Secretary, Treasurer, and members of the Committee shall be elected at the County Mass Meeting, Party Canvas, Convention or primary called for the purpose of electing delegates to the Biennial District Convention in the 10th Congressional District of Virginia, and

they shall hold office for two (2) years from the time of their election, until successors are elected, or unless sooner removed.

Section E: Removal

1. Any member, except all publicly elected Republican officials shall automatically lose his or her status as a voting member of the County Committee who fails to attend, either in person or by proxy, three consecutive duly called meetings.
2. The Chairman, or any other officer or member of the County Committee may be removed 'for cause' from office by a two-thirds vote of those members present at a regularly called meeting when such item is included in the agenda and mailed to each member of the County Committee at least seven (7) days in advance of such meeting; provided however, that such person shall be given thirty days notice in writing that such removal will be sought. The grounds upon which such action shall be initiated is based and signed by not less than one-third of the membership of the County Committee. Such person shall be given a reasonable opportunity to appear and to respond to the allegations.

Section F: Vacancies

1. A vacancy in the office of the County Committee Chairman shall be filled by the County Committee for the remaining unexpired portion of his term. The Executive Committee shall call a special meeting of the County Committee, which shall be held within thirty (30) days for the purpose of electing a new County Committee Chairman to fill the remaining unexpired portion of the term. (See Article VII, Section A, below.)
2. Vacancies in the office of Vice Chairman, Secretary and Treasurer shall be filled by the County Committee during a duly called meeting of the Committee.
3. Any vacancy among other elected members of the County Committee shall be filled by the County Committee for the remaining unexpired portion of the term.

4. Except as set forth in 1 above, vacancies shall be filled after notice of such intent has been included in the call for the meeting.

ARTICLE IV: ELECTED OFFICERS

Section A: General

The officers of the County Committee shall be a Chairman, Vice Chairman, Secretary, and Treasurer, and shall be elected at a duly called Mass Meeting, Party Canvass, Convention, or Primary Election.

Section B: Magisterial District Chairman

1. A Magisterial District Chairman for each Magisterial District shall be elected by the members of the County Committee residing in the respective Magisterial District. Such chairman shall be responsible for the activities of the Magisterial District, including precinct organization and appointment of precinct captains who reside in the precincts within his Magisterial District.

2. In the event of the removal, resignation, death or change in residence within the respective Magisterial District, such Magisterial District Chairman shall be replaced by appointment of the County Committee Chairman until a permanent replacement can be elected by a caucus of the committee members within such Magisterial District. Such caucus shall be called by appropriate notice to accompany the call for the County Committee meeting at which such caucus shall act.

3. Each Magisterial District shall have a Vice-Chairman and a Secretary, to be elected by members of that Magisterial District at a separate caucus of the Mass Meeting. In the event of a Vice-Chairman or Secretary vacancy in a Magisterial District, the Magisterial District Chairman may appoint a temporary Vice-Chairman or Secretary to serve until the election process occurs.

Section C: Duties of County Committee Elected Officers.

1. The County Chairman shall be responsible for the general execution and implementation of the programs and policies of the County Committee, commensurate with achieving the goals of the State Party Plan. The County Chairman shall in addition:

- a. Call Mass Meetings or Conventions in accordance with the State Party Plan, and preside over the same until a temporary organization is put in place for the meeting. The Chairman may, with the approval of a majority of the Executive Committee, amend any call for a Mass Meeting adopted by the County Committee if he believes it to be in the County Committee's best interest to amend the call.
- b. Represent the County Committee on the Republican Tenth District Committee.
- c. Convene the County Committee at least once in each three-month period and more frequently when the needs of the Republican Party so demand.
- d. Appoint two qualified persons from the County Committee to perform an annual audit of the books and financial records of the County Committee at the end of each full year of the Treasurer's term. Such persons shall report their findings to the County Committee.

2. Vice Chairman: The Vice Chairman shall, in the absence or disability of the County Committee Chairman, preside at the meetings of the County Committee and exercise the powers of the Chairman. The Vice-Chairman shall otherwise assist the Chairman in the performance of his duties.

3. Secretary: The County Committee Secretary shall keep a record of all the proceedings of the meetings of the County Committee and of the Executive Committee in a book kept for said purpose. The minutes of the last meeting of the County Committee shall be enclosed with the

notice of future meetings. He shall sign, together with the County Committee Chairman, all official documents and shall otherwise assist the other officers in the performance of their duties.

4. Treasurer: The Treasurer shall be responsible for the safekeeping and disbursement of all County Committee funds.

a. The Treasurer shall be authorized to distribute funds in accordance with an annual budget duly approved by the County Committee at a regularly called meeting providing that adequate funds are available to meet any priority obligations as established by said budget. The Treasurer shall also be authorized to disburse funds when so authorized by the Executive Committee at a duly called meeting, providing that funds to meet other obligations is clearly established.

b. When so authorized by the County Committee Chairman or Vice Chairman, the Treasurer shall have the authority to make expenditures up to a total of one hundred dollars (\$100.00).

c. When provided for in the budget and upon the request of each Magisterial District Chairman, the Treasurer is authorized to make disbursements to cover expenses for the publishing of the call and other expenses incurred to conform to the Party Plan.

d. The Treasurer is empowered and required to open a bank account in the name of the Warren County Republican Committee, and to make deposits and withdrawals in said account.

e. The Treasurer shall present a report at each County Committee meeting covering all transactions occurring during the period since the preceding meeting. The Treasurer shall also present an annual report to the County Committee, covering transactions during said year, at the end of each full year of his term.

f. The Treasurer's books and records are to be audited annually in the same manner by two members designated by the Chairman. The audit shall be certified as to correctness and delivered to the County Committee, with a copy being furnished to the Treasurer.

g. The Treasurer shall keep proper records, and make them available for inspection by any member of the County Committee at all reasonable times, and upon reasonable notice. The Treasurer shall deliver all official records in his possession to his successor with ten (10) days after the expiration of his term

h. The Treasurer shall be a member of the Finance Committee as provided herein.

5. Magisterial District Chairman: The Magisterial District Chairman shall be responsible for organizing the Republican Party members within his respective district.

ARTICLE V: APPOINTED OFFICERS

Section A: Parliamentarian

The Parliamentarian shall be a duly appointed officer of the County Committee. The Parliamentarian shall be appointed by the County Committee Chairman and shall serve at the Chairman's pleasure. In the absence of the appointed Parliamentarian at a County Committee meeting a temporary Parliamentarian shall be appointed by the Chairman.

ARTICLE VI: MEETINGS

Section A: General

The County Committee shall meet at least once during each quarter year. Additional meetings, as required, shall be called by the County Chairman or upon petition by one-third of the members of the County Committee.

Section B: Notice

Meetings of the County Committee shall be held upon seven (7) day's written notice, with agenda, minutes of the preceding meeting, and proxy enclosed, to the membership as recorded on the official membership list prepared and maintained by the County Committee Secretary.

Section C: Proxy

A proxy, subject to the following conditions may represent a member of the County Committee at any County Committee meeting:

1. No individual may cast more than one vote at any meeting he attends.
2. Any person who acts as a proxy for another must meet the qualifications

for membership on the County Committee as set forth in Article I of these By-Laws and meet the requirements as stated in Article VII, Section A2 of the State Party Plan which reads as follows: "The proxy holder must be a member of the Republican Party from the same Election District or organization represented by the absent member of that committee."

3. All proxies shall be in writing, signed by the maker, substantially in the following format:

"I, (Name of Committee Member) of (address) do hereby appoint (Name of Proxy) of (address) my attorney to vote as my proxy at a meeting of the Warren County Republican Committee to be held on the ____day of _____, 20__, or at any adjournment thereof, upon any question that may come before the meeting, with all the power I should possess if personally present.

Signed this ____day of _____, 20__. ____ (Signature)_____
 _____ (Witness) _____ (Address)_____

4. Any proxy may be withdrawn by the County Committee member giving it at any time prior to its being exercised.

Section D: Voting by Ballot

At any election when there is more than one candidate for a County Committee office, the vote shall be taken by paper ballot.

Section E: Quorum

A simple majority of the voting members of the County Committee shall constitute a quorum for the transaction of business brought before the Committee.

ARTICLE VII: EXECUTIVE COMMITTEE

Section A: Membership

The Executive Committee shall consist of the following members; however only one (1) member of a family household is permitted to serve on said Committee at the same time:

1. Voting members:

County Committee Chairman

County Committee Vice-Chairman

County Committee Secretary

County Committee Treasurer

Finance Committee Chairman

Immediate past chairman (if still a resident of
Warren County and a current Committee
member).

Magisterial District Chairmen

2. Nonvoting members:

Chairmen of the Standing Committees, except for the
Finance Chairman

All publicly elected Republican officials in Warren County

Section B: Duties of the Executive Committee

The Executive Committee shall carry on the business of the County Committee in conformity with the policies and programs of the Republican Party. It shall have the general authority to administer the affairs of the County Committee between business meetings and shall report its actions to the County Committee.

Section C: Voting

A simple majority of the voting members of the Executive Committee shall constitute a quorum for the purpose of transacting business.

Section D: Meetings

Meetings of the Executive Committee will, if practical, be held monthly upon the prior call of the Chairman or of two voting members of the Executive Committee.

ARTICLE VIII: COMMITTEES

Section A: Standing Committees

Unless otherwise provided, the following Standing Committees may be established, the members to which shall be appointed by the County Committee Chairman as soon as practical after his election, subject to the approval of the majority of the Executive Committee:

Finance

Public Relations

Magisterial Organization

Candidates

Research and Issues

There may be such additional special committees as may be deemed advisable by the Committee Chairman or the Executive Committee. The County Chairman shall be an ex -officio member of all such committees as are established, except the Nominating Committee. Further, he shall fill any vacancy as it occurs.

Section B: Duties

1. The Finance Committee shall consist of a Finance Chairman, the Treasurer, and a minimum of one other member of the County Committee from each Magisterial District insofar as possible. This Committee shall be responsible for the overall planning and supervision of the financial affairs of the County Committee. The Committee shall plan, organize, and supervise the raising of funds for the County Committee. It shall prepare an annual budget to be presented by the Treasurer to the Executive Committee prior to the annual meeting and

shall perform such other duties as shall be assigned by the County Chairman.

2. The Public Relations Committee shall consist of a Chairman and such other members as shall be deemed advisable. This Committee shall plan and manage the public relations functions of the County Committee and shall perform such other duties as shall be assigned by the County Chairman.

3. The Magisterial Organization Committee shall consist of the County Committee Vice-Chairman and the Magisterial District Chairmen. This Committee is responsible for establishing and maintaining an organization for effective communications between individual voters and the leadership of the Republican Party. It is also established as a mechanism for accomplishing the objectives of the Republican Party.

4. The Candidate Search Committee shall consist of a Chairman to be appointed by the Chairman of the County Committee and at least one other member of the County Committee from each Magisterial District if practical. It shall be the duty of this Committee to actively seek out and encourage potential qualified candidates for all public offices; to acquaint such candidates with the requirements and duties of the office; to determine whether each prospective candidate has the means to raise the funding necessary for a successful campaign; and to present the names of all potential candidates to the County Committee. The Candidate Search Committee is not a selection committee, but rather its purpose is to encourage candidates for public office from among all segments of the party. It shall not reject any nomination. This Committee shall perform such other duties as may be assigned by the County Committee Chairman.

5. The Research and Issues Committee shall consist of a Chairman and such other members as is deemed advisable. The Committee shall conduct continuing research on current issues that may

be of interest and assistance to the County Committee and to all candidates. It shall maintain files setting forth the results of such research and shall make them available to all members of the County Committee. It shall keep generally abreast of current issues. The Committee shall perform such other duties as may be assigned by the County Committee Chairman.

Section C: Nominating Committee

Ninety (90) days prior to the Annual Meeting, the Chairman of the County Committee shall appoint a Nominating Committee consisting of at least three (3) current members of the Committee. The duties of said Committee shall be to select candidates for the position of Chairman, Vice-Chairman, Secretary, and Treasurer of the County Committee. The Committee shall present its proposed slate to the County Committee during the annual meeting. Members elected shall be present at the annual meeting of the Committee, or shall have given their written consent to server prior to said meeting. This however, shall not bar nominations from the floor. Further, the Chairman of the County Committee shall not be a member of the Nominating Committee.

ARTICLE IX: CONSTRUCTION

The use of nouns and pronouns set forth in this Party Plan shall be construed to denote either gender.

ARTICLE X: AMENDMENTS

These By-Laws may be amended by a two-thirds vote of those members of the County Committee who are present and voting at a duly called County Committee meeting, providing that a copy of such proposed amendment shall be mailed to the membership sixty (60) days prior to the meeting for approval.