

# BY-LAWS OF THE HAMILTON COUNTY REPUBLICAN PARTY

## ARTICLE 1. NAME

The name of this organization shall be the Hamilton County Republican Party, hereinafter referred to as the "HCRP" or the "Party."

## ARTICLE 2. OBJECTIVES

The objectives of the Hamilton County Republican Party include, but are not limited to:

- A. Electing Republican candidates to office on the national, state and local levels,
- B. Recruiting Republican candidates to run for office,
- C. Assisting the state and national Republican Parties, the Republican National Committee and affiliated Republican organizations,
- D. Raising funds for Republican purposes, including organizing Political Action Committees or other entities to facilitate fund raising in accordance with applicable law,
- E. Recruiting membership in the Republican Party,
- F. Increasing public awareness of the Republican position on public issues,
- G. Fostering good citizenship in general.

## ARTICLE 3. ORGANIZATION

The Hamilton County Republican Party shall be organized in accordance with the authority provided in these By-Laws. These By-Laws shall at all times be in harmony with the By-Laws of the Tennessee Republican Party.

## ARTICLE 4. COUNTY CONVENTIONS

**4.1. Call of County Convention.** The County Executive Committee may issue such calls for a County Convention as become necessary and as it deems appropriate from time to time. Notice of any Convention shall be published in an appropriate manner and in accordance with the Tennessee Republican Party By-Laws and Rules.

**4.2. County Reorganization Convention.** There shall be a County Reorganization Convention held between January 1 and March 31 of each odd numbered year for the purpose of reorganizing the County Party in accordance with the By-Laws and Rules of the Tennessee Republican Party and the Hamilton County Republican Party By-Laws and Rules. The purpose of the County Convention shall be to elect officers of the HCRP and to elect Congressional District Delegates as specified in Article 8 of these By-Laws.

The CEC will issue a Call for the County Reorganization Convention and for the County Reorganization Precinct Caucus that will precede the County Reorganization Convention and set the date, time and location of these events. The County Reorganization Precinct Caucus and the County Reorganization (Delegated) Convention shall be held upon the same day and at the same location as designated by the CEC.

Prior to the Precinct Reorganization Caucus and County Reorganization Convention, the County Chairman shall appoint with the approval of the CEC, a Parliamentarian and a Contest and Credentials Committee for the County Convention. [The duties of The Contest and Credentials Committee are set in detail hereafter]. The first step in this reorganization process is the election of Delegates to the County Reorganization Convention by a County Reorganization Precinct Caucus that is described hereafter:

**4.3 Delegate Selection by Precinct Caucus (Convention)**<sup>1</sup>. Upon the date and time and location designated by the CEC, a Precinct Caucus shall be held for each Precinct within the County for the purpose of electing Delegates to the County Reorganization Convention.

**Determination of Number of Precinct Delegates.** Each Precinct is entitled to elect Delegates to the County Reorganization Convention based upon the application of the following formula promulgated by the Tennessee Republican Party By-Laws and Rules F, Part II, Section E. 1 and 2 (set forth below):

1. The total Republican vote in the last Presidential general election shall be the basis upon which the number of Delegates to be elected is determined. In Counties having a population of more than 100,000 in the last U.S. Census, the Precinct shall be entitled to one (1) Delegate for each 200 Republican votes, or majority thereof, in that Precinct. Fractional Delegates shall not be permitted. In counties having populations of fewer than 100,000 in the last U.S. Census, the Precinct shall be entitled to one (1) Delegate for each 100 Republican votes, or majority thereof in that Precinct. [TN GOP By-Laws, Rule F, Part II].

2. If early voting in the Presidential Election was conducted in such a manner that it is not possible to ascertain the Republican Presidential vote from early voting in each Precinct, then the total Republican Presidential votes cast during early voting shall be divided pro rata among the Precincts. Thus, if 5% of the Republican Presidential vote on Election Day was cast in a Precinct, then that Precinct shall be apportioned 5% of the Republican Presidential votes during early voting. In that manner, the total number of Republican Presidential votes shall be determined for each Precinct.

**The order of business for the Precinct Caucus shall be as follows:**

A. The then-existing Precinct Chairman shall convene the meeting. If the Chairman is unable to be present, the Precinct Vice-Chairman shall preside. If there is no Vice-Chairman, the Precinct Chairman may designate in writing a temporary Chairman to act in his place and stead and deliver said designation to the County Chairman prior to the Precinct Caucus. If there is no functioning Precinct Chairman or

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<sup>1</sup> The terms "Caucus" and "Convention" have been used interchangeably and caused confusion. In these Rules, Precinct Caucus will be used and means the gathering or meeting of citizens residing within particular the voting precincts.

Vice-Chairman, the County Chairman shall designate in writing a temporary Precinct Chairman. Those attending shall elect a Precinct Chairman, Vice-Person and such other Officers as may be desired. Those attending shall then elect delegates and Alternate Delegates from the Precinct to the County Reorganization Delegated Convention in the number determined by the State Rules. The Precinct may also transact such other business as may be appropriate.

B. If there are sufficient numbers of citizens in attendance at the individual Precinct Caucus to fill all delegate and alternate positions, the delegates and alternates shall be elected from those citizens present. If there are not sufficient numbers of citizens in attendance at the individual Precinct Caucus to fill all delegate and alternate delegate positions, citizens residing in the Precinct who are “bona fide”<sup>2</sup> Republicans may be elected as a delegate or alternate delegate by those citizens present at the Precinct Caucus.

C. The next order of business shall be the resolution of any challenge to a citizen’s right to vote and participate in the Precinct Caucus. Any Republican citizen who is duly registered to vote in and resides in, the Precinct shall be entitled to vote and participate in the Precinct Caucus. Any citizen show loyalty to the Republican Party is questioned may be challenged by any other citizen present and qualified to participate. The challenged citizen shall be entitled to vote and participate in the Caucus upon his public and written affirmation of his allegiance to the Republican Party on the form duly furnished by the County Chairman or the Contest and Credentials Committee as set forth on Exhibit A attached hereto. Notwithstanding the foregoing, no person who is then holding office as a Democrat shall be allowed to vote and participate in a Precinct Caucus or County Party Convention. If a citizen’s residence or registration to vote in the Precinct is challenged, he shall vote on a paper ballot which shall be counted, marked and set aside. If such citizen is determined not to be duly registered to vote in said Precinct, and not to be a resident thereof, his vote and participation shall be null and void.

D. The next order of business shall be that the Precinct Chairman or designee shall designate two (2) clerks, who shall assist in distributing, collecting and counting ballots, and shall perform such other tasks as are assigned by the Chairman. All votes shall be by written, secret ballot.

E. The next order of business shall be the election of a new Precinct Chairman and Vice-Chairman and such other officers as above referenced. Precinct Officers shall be elected by majority vote of the qualified citizens present and voting. Runoffs shall be held, if necessary to determine a majority. The newly elected Precinct Chairman shall upon his election assume the chair and preside at the reminder of the Precinct Caucus. In the event any Precinct Chairman and/or precinct officers cease to serve for any reason, the Chairman of the HCRP, within sixty (60) days from the date the Precinct Chairman and/or precinct officers cease to serve, shall appoint another Precinct Chairman and/or precinct office.

F. The next order of business shall be the election of the Precinct’s Delegates to the Delegated County Convention.

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<sup>2</sup> The term “Bona Fide Republican” is used throughout these By-Laws and is defined in Section 6.1

G. Each qualified citizen present and participating in the Precinct Caucus shall be entitled to vote for the number of Delegates to which such Precinct is entitled. No proxies shall be permitted. Cumulative voting shall not be permitted, i.e., a citizen may not cast all of his votes for one candidate for Delegate.

H. The floor shall be opened for nominations for Delegates. The total vote for each candidate for Delegate shall be recorded. Delegates in the number allotted to such Precinct shall be elected in order of the highest total vote received. In case of a tie vote, all names involved in the tie shall be used in consecutive Delegate positions. A runoff shall be used if necessary to fill the last Delegate position. All Delegates must be Republicans duly registered to vote in, and residing in, the Precinct at the time of the Precinct Convention. Alternate Delegates shall also be elected, in a number up to the number of delegates elected. Candidates for Delegate who did not receive sufficient votes to be elected Delegates shall become Alternates, in descending order of the number of votes cast for each person. In case of a tie, the method described herein above shall be used for electing Alternates.

I. Term of office Delegates: Delegates (and alternates) elected at the County Reorganization Caucus in odd numbered years to the County Reorganization Conventions shall serve as Delegates to said Convention until new delegates are selected at the next County Precinct Reorganization Caucus for the purpose of representing the precinct at the County Delegated Reorganization Convention in the next odd year. Such Delegates shall represent their Precinct at any County Delegated Convention held during the term of their office.

J. The Precinct Caucus shall then proceed to such other business as may be appropriate.

K. If any Precinct fails to hold a Precinct Caucus, or fails to elect Delegates at such Caucus, then promptly after the Delegated County Convention, the newly elected County Chairman shall appoint a Precinct Chairman and other Precinct Officers and committee members from qualified Republicans who reside and are registered to vote in such Precinct, to serve until the next County Reorganization. The County Chairman shall not, however, appoint Delegates to the County Convention. Should a Delegate vacancy occur after the County Reorganization Convention (Delegated Convention), the Precinct Chairman shall fill any Delegate vacancy by the appointment of the first, designated alternate and next designated alternate until vacancy filled. In the event, an alternate delegate was not selected or no alternate is available to fill the vacancy, the Precinct Chairman shall appoint a bona fide Republican residing within the Precinct as a Delegate.

L. Within the time proscribed by these Rules, the newly elected Precinct Chairman shall certify the results of the election of the Precinct Delegates to the County Chairman or the Chairman of the Contest and Credentials Committee on forms prescribed and furnished by the Contest and Credentials Committee. The newly elected Precinct Chairman shall furnish a list of names and addresses of the citizens who voted and participated in the Precinct Convention. The names and addresses of Delegates to the County Convention shall be available to the public. The ballots cast in the Precinct Caucus shall be delivered to the Contest and Credentials Committee and preserved by said Committee until the time for any possible contest has been finally resolved, or the time for filing any further contest has expired.

M. Should any citizen attendee of the Precinct Caucus wish to challenge the results of the Precinct Caucus elections or the status of a citizen as a "bona fide" Republican, the citizen may contest the Precinct Caucus results by filing a written contest as provided herein in Section 4.5.

#### **4.4 COUNTY REORGANIZATION CONVENTION RULES**<sup>3</sup>

**1. Convention.** At the time, date and place specified by the CEC, the County Delegated Convention shall meet to reorganize the Party. [Hamilton County is currently required to hold a “Delegated Convention”. Whether the Convention is a County Delegated Convention or a Mass Convention is determined by the TN GOP By-Laws, Rule F, Part I, Sections 2 and 3].

**2. Voting Rights.** At any meeting of the County Convention, each precinct shall be entitled to one (1) vote for each 200 votes or major portion thereof cast for the Republican candidate in the preceding Presidential election, unless the By-Laws and the Rules and Regulations of the Tennessee Republican Party shall specify otherwise, provided, however, that each precinct may only cast such number of certified votes equal to the number of its certified delegates present.

Delegates to any County Convention shall be elected as provided in the By-Laws of the HCRP, the By-Laws and the Rules and Regulations promulgated by the Tennessee Republican Party.

**3. Order of Business.** The order of business at the County Convention shall be as follows:

A. The County Chairman shall convene the Convention. If the Chairman is unable to be present, the County Vice-Chairman, if any, shall preside. If there is no Vice-Chairman, the County Chairman may designate in writing a temporary Chairman to act in his place and stead. If there is not a functioning County Chairman or Vice-Chairman, the State Chairman may designate in writing a temporary Chairman.

B. Only Delegates (including Alternates if applicable) certified by the Contest and Credentials Committee shall be allowed on the floor of the Convention.

C. The Report of the Contest and Credentials committee shall be read, and the Secretary shall call the roll of Precincts to determine if a quorum is present. The presence of Delegates representing one-third (1/3) of the Precincts in the County shall constitute a quorum.

D. The Convention shall then proceed to hear and determine any appeals from actions of the Contest and Credentials Committee. Contestants shall be entitled to appear on the floor and present their appeals. The contests shall be heard in the numbered order of Precincts, and, within Precincts, in alphabetical order.

E. Each contest shall be determined by a majority vote of the Delegates voting in the manner heretofore prescribed. The certified Delegates whose seats are in question shall not be entitled to vote, but all other Delegates, including those whose seats may be the subject of alter contest, may vote on such contest. If any contesting Delegate is seated by the Convention, such Delegate shall immediately take his place in the Convention, and shall be entitled to full participation thereafter.

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<sup>3</sup> These rules shall apply to any County Convention.

F. On any divided vote, a roll call may be requested by any Delegate. The roll call shall be called by Precinct in numerical order and, within Precincts, in alphabetical order. Each Precinct shall be entitled to one (1) vote for each Delegate (including Alternates, where applicable) present and voting. Use of the unit rule shall not be permitted.

G. The next order of business shall be the election of a new County Chairman, which shall be determined by a majority vote of the votes cast. There shall be a run-off election between the candidates receiving the highest number of votes, if necessary to elect the new County Chairman. [The newly elected Chairman shall upon election assume the chair and preside over the remainder of the Convention.](#)<sup>4</sup>

H. The next order of business is the election of other Officers of the County Party including a Vice-Chairman of the opposite gender from the Chairman, a Secretary, a Treasurer, a Vice-Treasurer, and such other Officers, including additional Vice-Chairmen, as may be deemed appropriate, subject to the Tennessee Republican Party By-Laws and Rules.

I. All votes for Officers in contested elections shall be by written ballots which shall be provided to the Delegates and then tabulated by a Committee appointed by the County Chairman with oversight by an observer designated by each of the Candidates.

J. At least two (2) clerks appointed by the Chairman of the Contest and Credentials Committee shall tally the votes and perform such other functions as are assigned by the Chairman of the Convention. The Contest and Credentials Committee shall oversee the voting.

K. The County Convention shall then proceed to such other business as may have been included in the Call of the Convention, and such other business as it deems appropriate.

L. Upon the completion of the Convention's business, the outgoing Chairman may choose to make final remarks to the Convention. The outgoing Chairman will then install the newly elected officers and present the gavel to the newly elected Chairman. The newly elected Chairman will then address and close the Convention.

M. Except as otherwise provided in these By-Laws and Rules, or the Tennessee Republican Party By-Laws and Rules, the County Convention shall be conducted in compliance with Robert's Rules of Order (current edition).

**4.5 Contest and Credentials Committee.** There shall be appointed by the County Chairman a Contest and Credentials Committee for any County Convention. The Contest and Credentials committee shall

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<sup>4</sup> The Hamilton County Republican Party requested a waiver and proposed the following quoted language to govern the transition to the newly elected Chairman, but it was not granted by the Tennessee Republican Party. [["The existing, presiding Chairman shall conduct the remaining business of the Convention and the newly elected Chairman will be installed in office at the end of the Convention"](#)]. Accordingly, the proposed language was deleted and replaced with the procedure in the *Bylaws of the Tennessee Republican Party, Rule F, III. D.*

consist of five (5) members from five (5) separate Precincts with the County. The duties of the Contest and Credentials Committee shall include the following:

A. It shall prepare instructions for the holding of the Precinct Conventions, if applicable, including the proper number of Delegates to be chosen by each Precinct. The number of Delegates to be elected from each Precinct shall be determined from the official voting records of the last Presidential General Election, and shall be certified in writing and delivered to the existing Precinct Chairmen, or person serving in his stead along with ballots for the election of Precinct Officers and Delegates, and certification forms to be used for the Precinct Convention proceedings.

B. It shall prepare ballots for the election of Precinct Officers and Delegates, certification forms for reporting the results of the elections in the Precinct Caucuses a form for affiliation of Republican allegiance (the form of which is attached hereto as Exhibit A), and any other forms deemed necessary or appropriate for use in the reorganization of the County Party.

C. It shall meet after the Precinct Caucuses and before the County Reorganization Convention and review the certifications received from each newly elected Precinct Chairman. If it rejects any certification, the Chairman shall notify, the Delegate whose credentials have been rejected, specifying the time and place at which any contest of such rejection shall be heard.

D. It shall hear and determine any contests of elections at Precinct Caucuses, subject to appeal to the County Delegated Reorganization Convention as a whole.

E. If there is a contest of any election at a Precinct Caucus, the Contest and Credentials Committee shall hear and resolve the same. It is contemplated that future Reorganization County Caucuses and Reorganization Conventions will be held at the same location and upon the same date. Any citizen participating in any Precinct Caucus may contest the results by filing a written notice of contest stating the specific legal and factual grounds with the Chairman of the Contest and Credentials Committee immediately following the Precinct Caucus in the manner set forth in the call of the Precinct Caucus. The Contest and Credentials Committee shall convene between the conclusion of the Precinct Caucus and before the opening of the County Reorganization Convention to consider the contest of the result of the Precinct Caucus. Contestants may be represented by counsel at such contest hearings. The Committee or any contestant may cause a record to be made of such hearing. All contests shall be heard and decided promptly and prior to the convening of the County Reorganization Delegated Convention. The determination of the Contest and Credentials Committee may be appealed to the County Convention as a whole in the manner provided herein.

F. The Contest & Credentials Committee shall decide the contest and announce its results in open session. The Committee shall report its decision to the Chairman prior to the opening of the Reorganization County Convention. Any contestant shall be advised that they may appeal the decision of the Contest and Credentials Committee to the County Convention as a whole in the manner provided herein.

G. Meetings of the Contest and Credentials Committee shall be open to all “bona fide Republicans”.

**4.6. Sergeant-at-Arms.** A Sergeant-at-Arms will be appointed by the County Chairman in order to assist in maintaining decorum and order.

## **ARTICLE 5. OFFICERS**

**5.1 Nominations.** Nominations shall be conducted as follows:

A. Nominations for the elected offices shall be made by the nominating committee composed of past HCRP chairmen. In August prior to January of an odd numbered year, the current HCRP Chairman shall contact all past chairmen and set a meeting date to elect a Chairman of the Nominating Committee for the purpose of (identifying and soliciting qualified candidates and) nominating a candidate for each of the elective offices. [The term “Chairman” is considered gender neutral when used in these By-Laws and denotes the Chief Executive Officer of the Hamilton County Republican Party. The use of the masculine shall include the feminine and vice versa].

B. The Nominating Committee of Past Party Chairmen shall propose a candidate for each elective office. After each nomination the floor will then be opened and opportunity shall be given for nominations from the floor for each elective office.

C. The Chairman of the Nominating Committee shall present the credentials of the Committee’s nominee, and the person nominating a candidate from the floor will be given an opportunity to present their candidate’s credentials. All candidates nominated will have the option of addressing the convention. In addition, one (1) nominating speech may be given on their behalf by a person other than the candidate and it must be limited to two (2) minutes.

D. Candidates for election to an office shall consent to serve, if elected, and to abide by the following requirement:

(1.) The elected officers shall not endorse any Republican candidate in a contested primary election for a local, state or national election.

(2.) Section 1 above shall not apply to an elected officer in any primary election in which he or she, his/her spouse, or his/her immediate family is a candidate.

**5.2 Election of Required Officers.** The following officers shall be elected biennially at the HCRP County Convention: Chairman, Vice Chairman of the opposite sex from the Chairman, Secretary, Treasurer, and Vice Treasurer.

**5.3 Optional Officers.** Additional Vice-Chairmen or Directors may also be elected if determined appropriate by the CEC and such positions are designated for election prior to the call of the Convention.



**5.4 Legal Counsel.** The County Party's Legal Counsel is an officer of the County Party and a member of the CEC, but shall not have a vote in that position. The Legal Counsel shall be appointed by the Chairman and shall serve for a term of two (2) years, or until their successor is elected, provided, however, that no person may serve more than two (2) full consecutive terms in this office. The Legal Counsel may also hold another County Officer position or be a member of the County Executive Committee and may vote by virtue of that position.

**5.5. Precinct Chairman.** Precinct Chairmen are neither officers of the County Party nor members of the County Executive Committee.

**5.6 Term.** Officers elected shall serve for a term of two (2) years, or until their successor is elected, provided, however, that no person may serve more than two (2) full consecutive terms in any one office.

**5.7 Vacancies.** Should a vacancy occur, the office shall be filled in the following manner:

A. The Vice Chairman and the Vice Treasurer shall automatically assume the office of Chairman and Treasurer, respectively, on a temporary basis, if either of said offices should become vacant. The County Executive Committee shall proceed to meet and elect, by majority vote, a new Chairman or Treasurer, as the case may be, and fill any other office which becomes vacant within thirty (30) days after such vacancy occurs. An officer elected to fill a vacancy shall serve until the next County Convention or until his/her successor is duly elected and takes office. A vacancy in the office occurs if the officer dies, resigns, changes his/her residence out of the county, is removed from office, or otherwise becomes disqualified or unable to serve his/her complete term. No officer shall serve more than two (2) full consecutive terms.

B. Should the County Precinct Coordinator or a District Precinct Coordinator cease to serve for any reason, the County Executive Committee shall, within thirty (30) days from the date said person ceased to serve, elect a successor for such position.

**5.8 Duties.** Duties of officers shall be such as are appropriate to the office, as defined by the By-Laws adopted herein, and as may be assigned by the CEC or the HCRP Chairman.

A. The HCRP Chairman shall be the Chief Executive Officer of the HCRP and of the County Executive Committee. He/She shall be responsible for the management and administration of the affairs of the HCRP and the County Executive Committee. He/She shall preside at all meetings of the Officers and the CEC and preserve order and decorum. He/She shall be an ex officio member of all committees and subcommittees. He/She shall coordinate the political activities of the HCRP, including consulting with the campaigns in general elections. He/She shall have such powers and responsibilities as shall be delegated to him/her from time to time by the CEC, and those general and customary powers which are usually exercised by chief executive officers. He/She shall serve as a Congressional District Delegate as specified in Article 8.

B. The Vice Chairman shall perform duties of the HCRP Chairman in his/her absence. If both the HCRP Chairman and the Vice Chair-man are absent from a CEC meeting, the CEC shall elect a temporary HCRP Chairman to preside at the meeting. The Vice Chairman shall perform such other

duties as may be assigned by the HCRP Chairman or the CEC. The Vice Chairman shall automatically assume the office of Chairman if for any reason the office becomes vacant until an election can be held in accordance with Article 5.4(a), so that the HCRP shall always have a Chairman.

C. The Secretary shall take the minutes of each meeting of the CEC. If the Secretary must be absent from such a meeting, he/she shall be responsible for obtaining a replacement subject to the approval of the HCRP Chairman. The Secretary shall perform such other duties as may be assigned by the County Chairman or the CEC. All records of the Secretary shall be and remain the property of the HCRP.

D. The Treasurer shall have the responsibility of keeping all reports, records, and accounts and of submitting and keeping all required financial information. The Treasurer shall report at each regular or special meeting of the County Executive Committee all receipts and disbursements since the previous meeting. All records of the Treasurer shall be and remain the property of the HCRP.

E. The Vice-Treasurer shall assist the Treasurer in performing his/her duties. The Vice Treasurer shall be responsible for the fund-raising requirements of the HCRP and shall serve as chairman of the Finance Committee. The Vice Treasurer shall automatically assume the office of Treasurer if for any reason the office becomes vacant until an election can be held in accordance with Article 5.7, so that the HCRP shall always have a Treasurer.

## ARTICLE 6. COUNTY EXECUTIVE COMMITTEE

**6.1 Eligibility.** Members of the County Executive Committee (CEC) of the HCRP shall be “bona fide” Republicans. The term “bona fide” means a registered voter residing in the county who is any of the following:

A. A citizen who is actively involved in the County or State Republican Party.

B. A citizen who has voted in a least two (2) of the four (4) most recent state and/or local Republican primary elections, or

C. A citizen who signs the Declaration of Republican Party Affiliation, as adopted by the CEC, which shall remain on file at the HCRP office.

**6.2 Composition.** The composition of the County Executive Committee shall be as follows:

**A. Party Officers.** All officers elected by the County Convention pursuant to Article 5 of these By-Laws. [Chairman, Vice Chairman of the opposite sex from the Chairman, Secretary, Treasurer, and Vice Treasurer].

**B. Hamilton County Commission District Precinct Coordinators.** For each Hamilton County Commission Precinct, there shall be a coordinator appointed by the Chairman of the HCRP, and upon approval of the CEC, these appointees shall be **non-voting**<sup>5</sup> members of the County Executive

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<sup>5</sup> The Hamilton County Republican Party proposed the Commission Precinct Coordinators be "voting" members of the CEC and requested a waiver, but it was not granted by the Tennessee Republican Party. Accordingly, the proposed language was deleted and replaced with the term "non-voting" pursuant to the *Bylaws of the Tennessee Republican Party, Article VIII*,

Committee. These shall be the 9 Coordinators, one for each of the County Commission Districts. Each individual Precinct Chairman or Vice Chairman are welcome to attend any CEC Meetings, but are not voting members of the CEC.

**C. County Precinct Coordinator.** There shall be a County Precinct Coordinator appointed by the Chairman of the HCRP, and upon the approval of the CEC, the County Precinct Coordinator shall be a member of the CEC.

**D. Elected Officials or their Representative.** Each Republican elected to a local or state office, whether in a partisan or non-partisan race, or the United States Senate or the United States House of Representatives from the District which includes Hamilton County, Tennessee shall be a member of the County Executive Committee. Any such elected official shall be entitled to designate in writing a representative to serve in his or her absence as a member of the County Executive Committee. To the extent that any Republican Judge is prohibited from being a voting member by applicable judicial canons, that Judge will serve only in an advisory capacity and cannot designate a representative.

**E. Representatives of Affiliated Republican Organizations.** The Presidents of the following affiliated Republican organizations when chartered and operating in the county: Republican Women, Young Republicans, Teenage Republicans, College Republicans, and Pachyderm Club.

**F. Recognition of Affiliated Republican Organizations.** Only those entities or organizations recognized as “Affiliated Republican Organizations” by the Tennessee Republican Party are eligible for recognition by the Hamilton County Republican Party. Any organization seeking recognition as an “Affiliated Republican Organization”, shall submit a written request seeking such recognition and written documentation that it is a legitimate organization, that it is chartered by its National and State bodies and that it is currently operating in Hamilton County. The CEC has the discretion to determine what constitutes “currently operating in Hamilton County”.

**G. Other Members.** Other members of the County Executive Committee shall be as follows: The Republican Members of the Election Commission of Hamilton County, Tennessee, the past two (2) County Chairmen, Members and Officers of the State Executive Committee, and Members and Officers of the Republican National Committee who reside in Hamilton County, Tennessee. The Chairman of the HCRP shall be entitled to name two (2) persons to be members of the County Executive Committee.

**6.3 Meetings.** The County Executive Committee shall hold Regular Meetings at least quarterly or as otherwise directed by the CEC. Special Meetings may be called by the HCRP Chairman, or by order of the CEC, and shall be called by the Secretary of the HCRP upon the written request of five (5) members of the CEC.

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*Section 4. Note: The Hamilton County Republican Party continues to appreciate and recognize the important role played by these County Commission Precinct Coordinators.*

**6.4 Quorum.** A quorum shall consist of twenty-five (25%) of the CEC membership, two (2) of which must be HCRP Officers. However, at any meeting wherein an Amendment to the By-Laws is to be considered by the CEC, a quorum shall be fifty percent (50%) of the members of the CEC.

**6.5 Absence of the Chairman.** In the absence of the Chairman, the Vice-Chairman shall be in charge of conducting and presiding over the CEC Meeting. The Chairman shall maintain order and decorum during the meeting.

**6.6 Attendance at Meetings.** Although all members of the GOP are welcome to attend the CEC meetings, the purpose of the CEC is to conduct the business of the party. Only those members present and conforming to the provisions of Article 6 may present matters for consideration, vote upon any matter, make any proposal or participate in any discussion. The Chairman at their discretion may recognize guests and grant them permission to speak upon an issue before the CEC. The CEC/Chairman may grant time at the end of the agenda for questions, inquiries or announcements from guests. Anyone requesting to be recognized at this portion of the meeting shall request permission in advance from the Chairman.

**6.7 Voting Rights.** Each member of the County Executive Committee shall be entitled to one (1) vote except the HCRP Chairman who shall only vote when the vote of the Chairman would affect the outcome (unless the vote is by secret ballot, in which case the Chairman shall have the right to vote at the time ballots are cast). Any representative of an elected official may vote in lieu of the elected official by designating a representative by executing a written "Proxy" conferring authority to vote on behalf of the official. The Proxy shall designate the date of the CEC meeting wherein the Proxy may be exercised. Any Proxy must be presented to the CEC Secretary at the commencement of the meeting. Under no circumstances may any person exercise more than two (2) proxies. Any member of the CEC attending a meeting in more than one authorized capacity shall be entitled to cast only one (1) vote, provided, however, that any member who has been designated in writing to vote in lieu of an elected official may also cast a vote in that capacity.

**6.8 Powers and Duties.** Policies, management, and operation of the Party shall be vested in the County Executive Committee.

**6.9 Policies and Procedures.** The County Executive Committee may promulgate Policies or Procedures from time to time in its discretion to assist with achieving the goals of the County Party and its continuity. Notice of proposed Policies and Procedures shall be given to the CEC membership prior to their adoption. Such Policies or Procedures must be adopted by a two-thirds (2/3's) vote of the members of the CEC in attendance at the meeting and require a two-thirds (2/3's) vote for modification or termination.

**6.10 Sergeant-at-Arms.** The Chairman may appoint a Sergeant-at-Arms for any CEC meeting in order to assist the Chairman in maintaining order and decorum.

## ARTICLE 7. COMMITTEES

The Hamilton County Republican Party Chairman shall establish such standing and special committees as he/she deems necessary or advisable including, but not limited to, Finance, Public Relations, and Membership Committees. The HCRP Chairman shall enumerate the duties and responsibilities of each committee so established, may designate the qualifications of the members, and shall establish the manner in which members of the committee are to be selected. Chairmen of these committees shall be appointed by the HCRP Chairman.

**A. Finance Committee.** The purpose of this committee shall be to maintain responsibility for all the fund-raising requirements (monetary as well as in-kind donations) of the Hamilton County Republican Party for its use to accomplish its goals and purposes. The membership of this committee shall have no fewer than five (5) appointees. The Chairman of the Finance Committee shall be appointed by the HCRP Chairman. The Finance Committee Chairman will, in turn, have the authority to appoint the remaining four (4) members of this body subject to the approval of the HCRP Chairman. The Finance Committee Chairman shall be a member of every fundraising committee established. The Finance Committee shall have the authority to appoint subcommittees to accomplish the goals and purposes of this committee. The chairman of the Finance Committee shall be ex officio a member of any subcommittee. These subcommittees shall report their activities at each Finance Committee meeting. The Finance Committee shall give a report at each Hamilton County Republican Party CEC Meeting after its formation.

**B. Public Relations Committee.** The duties of this committee shall be to effect good public relations as directed by the HCRP Chairman. No fewer than five (5) members will be appointed to this committee. The Public Relations Committee Chairman shall be appointed by the HCRP Chairman. This committee shall have the authority to appoint subcommittees to accomplish its goals and purposes. This committee shall report at each CEC Meeting after its formation.

**C. Membership Committee.** This committee shall include, but will not be limited to, appointees of the Hamilton County Republican Party affiliated organizations. This committee shall have the authority to form subcommittees to accomplish its goals and purposes. The Membership Committee Chairman shall be appointed by the HCRP Chairman. This committee shall report at each CEC Meeting after its formation.

## **ARTICLE 8. CONGRESSIONAL DISTRICT DELEGATES**

At each County Convention, two members from Hamilton County shall be elected to serve with the HCRP Chairman as delegates to the Congressional District Executive Committee as provided for in the By-Laws and Rules and Regulations of the Tennessee Republican Party.

## **ARTICLE 9. PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Current Edition shall govern the HCRP in all cases to which they are applicable and in which they are not inconsistent with the By-Laws and special rules of order the HCRP may adopt.

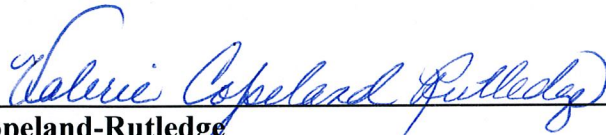
## **ARTICLE 10. AMENDMENTS**

These By-Laws may be amended at any meeting of the County Executive Committee with a two-thirds (2/3's) affirmative vote of those present. Any proposed amendment shall be submitted in writing to the


Secretary of the HCRP and such proposed amendments shall be distributed to each member of the CEC thirty (30) days prior to any vote upon the proposed amendment. A copy of such proposed amendment shall be available at headquarters. The vote on said amendment shall be taken at the next meeting of the CEC.

**ATTEST:**

I hereby certify that these By-Laws were adopted by the Hamilton County Republican Party Executive Committee at its regularly scheduled meeting on August 18, 2011.

Signed:   
Valerie Copeland-Rutledge  
Secretary, HCRP

**THESE BYLAWS AS MODIFIED BY THE TENNESSEE REPUBLICAN PARTY BYLAWS AND RULES SUB-COMMITTEE WERE FORMALLY APPROVED BY THAT BODY ON MARCH 20, 2012 AS CONFIRMED BY MR. MIKE SULLIVAN'S LETTER OF MARCH 26, 2012.\***

Signed:   
Joe E. Manuel, Esquire  
Legal Counsel  
April 9, 2012

**\*Modifications required by the Tennessee Republican Party Bylaws and Rules Sub-Committee are shown in blue type.**