

WSRP By-Laws

REPUBLICAN STATE COMMITTEE OF WASHINGTON

BY-LAWS

ADOPTED JANUARY 21, 2023

ARTICLE 1 – NAME

The name of this organization shall be the Republican State Committee of Washington (hereinafter referred to as the State Committee). The trade name of the organization shall be the Washington State Republican Party.

ARTICLE 2 – PURPOSE

The purpose of the State Committee shall be:

2.1 To elect Republicans to public office,

2.2 To attract voters and volunteers to the Republican Party,

2.3 To lead, contribute, and participate in the establishment of a Republican Party organization that is an effective vehicle for setting public policy,

2.4 To fulfill those functions conferred on it by state law, and

2.5 To plan, organize, administer, and finance the State Committee's operations to accomplish the other stated purposes.

ARTICLE 3 – STATE COMMITTEE

Article 3.1 – Membership: The State Committeeman, State Committeewoman and the county Chairman elected by each Republican County Central Committee shall constitute the membership of the State Committee.

The State Chairman and State Vice Chairman, National Committeeman, National Committeewoman and Executive Board members not otherwise members of the State Committee shall be members of the State Committee and be entitled to participate in all its meetings, but without vote except that the State Chairman or, if the Vice Chairman is presiding at any meeting, the Vice Chairman shall have the power to vote to break any tie vote.

The State WSRP has the ultimate right to enforce its own rules, and to require that its members refrain from conduct injurious to the organization or its purposes. Any State Committee Member, as defined in these bylaws, who publicly supports a candidate for any partisan public office in a general or special election who is opposed by a Republican candidate officially nominated pursuant to the WSRP Nomination Rules, shall be removed from membership on the State Committee by two-thirds vote of members present of the Executive Board and State Committee. Any Executive Board actions to remove a member for such cause shall be temporary until ratified by the State Committee as required item of business at the next State Committee Meeting. Removal of membership will result in the removal of that individual from all rights and privileges granted in these bylaws to

State Committee members. The State Committee member will further be banned from participating in any State Committee activities for a period of not less than two years from the date of removal.

ARTICLE 3.2 – Duties

The State Committee shall:

- 3.2.1 Elect the State Chairman and Vice Chairman, and the National Committeeman and National Committeewoman,
- 3.2.2 Ratify the election of Congressional District representatives to the Executive Board,
- 3.2.3 Approve the annual political, fund-raising, and budget plans,
- 3.2.4 Supervise the timely accomplishment of the political and fund-raising programs and budget plans,
- 3.2.5 Fill vacancies on the ticket as the RCW directs,
- 3.2.6 Issue the call to the Convention,
- 3.2.7 Consider properly presented resolutions and motions,
- 3.2.8 Take such other actions as are provided for in these Bylaws or in state law,
- 3.2.9 Have sole authority, within the budget, to approve the purchase or disposal of real property.

ARTICLE 3.3 – Standing Committees

3.3.1 *Audit Committee*: The Audit Committee shall be comprised of three members of the State Committee appointed by the Chairman and ratified by the Executive Board. The WSRP State Treasurer shall serve as an ex officio member of the committee. The Audit Committee shall periodically review the books and records of the State Committee. The Audit Committee shall recommend to the Executive Board the name of an independent audit firm (see Section 5.5 of the Bylaws). The Audit Committee reports to the State Committee and Executive Board, and makes recommendations on matters relating to financial controls, and performs such other tasks as may be assigned by the State Committee. Voting members of the Audit Committee may be removed by a majority vote of the State Committee.

3.3.2 *Budget Committee*:

3.3.2.1 – *Preparation & Compliance*: The Budget Committee Shall prepare the budget and make recommendations any necessary modification thereof to the Executive Board; monitor compliance with the budget assuring that actual or anticipated expenditures do not exceed actual or anticipated revenues; monitor compliance with campaign and financial report laws; and report to the Executive Board any departures from approved budgets and established financial procedures.

3.3.3 *Bylaws Committee*: The Bylaws Committee shall consider amendments to these by laws as provided for in Article XII.

3.3.4 *Other Standing Committees*: The Chairman may appoint other standing committee the Chairman deems necessary for the successful execution of his/her assigned responsibilities. Such committees may include, but not limited to, the following: Finance, Resolutions, Grassroots, and Technology. Upon appointment of any such committee the Chairman shall provide a written description of its purpose and duties.

ARTICLE 4 – EXECUTIVE BOARD

The members elected by the State Committee at its organization meeting (as provided in Article 7.1), the State Chairman, State Vice Chairman, National Committeeman, and National Committeewoman shall constitute the voting members of the Executive Board. The Washington State House & Senate Republican Leaders (*or a designated representative – who shall be members of the House & Senate – elected by their caucuses to serve in lieu of the House & Senate Republican leaders*) shall be non-voting ex officio members of the executive board. The State Chairman may vote only to break a tie of the Board. The officers of the State Committee shall be the Board's officers. The executive board shall adopt a policy which governs the presence of ex officio members at executive board meetings (for illustrative purposes only and not by way of limitation – the policy may require ex officio members to leave during executive session and during budget deliberations).

The Executive Board shall meet no less than four times a calendar year upon call of the Chairman in the interim between meetings of the State Committee or upon its own motion by petition as provided in Article 7.3. The powers not delegated to the Executive Board by these Bylaws are reserved to the State Committee.

The Executive Board shall:

- 4.1 Exercise the powers and perform the duties of the State Committee between the State Committee's meetings,
- 4.2 Make recommendations to the State Committee of the Chairman's proposed political, fund-raising, and budget plans,
- 4.3 Supervise the timely accomplishment of the political and fund-raising programs and budget plans,
- 4.4 Confirm the appointment of the Executive Director,
- 4.5 Establish amounts of fidelity bond or fidelity insurance coverage,
- 4.6 Make recommendations to the State Committee on the Convention call,
- 4.7 Adopt all Policy Statements and amend them as needed,
- 4.8 Adopt resolutions,
- 4.9 Assist the State Chairman as he/she deems necessary,
- 4.10 Appoint independent auditor,
- 4.11 Approve signature authorization for State Committee checks.

ARTICLE 5 – PARTY OFFICERS, CONTROLLER, EXECUTIVE DIRECTOR AND OTHER FINANCIAL OPERATING REQUIREMENTS

ARTICLE 5.1 – State Chairman: The State Chairman shall be the chief executive officer of the State Committee and the official spokesperson for the Washington State Republican Party. He/she shall be the Chairman of the State Committee and of the Executive Board, and he/she shall preside at all of their meetings. He/she shall be responsible for the proper functioning of all officers, committees, and employees of the State Committee to the end that its programs and policies are successfully administered and its business properly conducted.

The State Chairman shall appoint a Secretary, a Treasurer, Assistant Secretaries and Assistant Treasurers as needed for the State Committee. He/she shall also appoint a Chairman of a State Finance Committee.

The State Chairman shall submit written plans outlining the political and fund-raising programs and budget to the Executive Board and State Committee for approval (see Article 9.2).

The State Chairman shall have the power to appoint or remove any appointive officer, committee, or employee, and to fill all vacancies.

The State Chairman shall be responsible for the safekeeping of the State Committee's records and papers and shall promptly surrender the same in good order to his/her successor.

In January of each year, the State Chairman shall prepare and submit to the State Committee a written evaluation of the preceding year's political and fund-raising programs. A copy of said evaluation shall be filed with the Chairman of the Republican National Committee.

ARTICLE 5.2 – State Vice Chairman: The State Vice Chairman shall be chief assistant to the Chairman in the administration of his/her duties. Said Vice Chairman shall preside at all meetings of the State Committee and the Executive Board in the absence of the State Chairman.

In the event of a vacancy occurring in the office of the State Chairman, the State Vice Chairman shall exercise all of the powers and perform all of the duties of the State Chairman until said vacancy has been filled by the State Committee. He/she shall annually submit a written report of the activities of his/her office to the State Chairman.

ARTICLE 5.3 – State Secretary: The State Secretary shall be the secretary of the State Committee and secretary of the Executive Board. The Secretary shall keep complete and accurate minutes of all proceedings of all meetings of the Committee and Board and complete signed records of all actions taken.

ARTICLE 5.4 – State Treasurer: The State Treasurer shall receive and receipt all State Committee moneys and deposit the same in the appropriate State Committee account in a federally insured financial institution. The Treasurer shall pay expenditure vouchers authorized by the State Chairman by check. The State Treasurer may appoint one or more Deputy Treasurers to execute the requirements of these bylaws.

All State Committee checks shall be signed with two authorized signatures. Individuals authorized to sign checks and respective amount limits shall be designated by the Treasurer and approved by the Executive Board. The Chairman and the Executive Director shall both sign all checks in excess of \$10,000.00 or in other amounts as deemed appropriate by the Executive board.

The State Treasurer shall submit monthly financial statements to the State Chairman, the Chairman of the Budget Review Committee, and the Chairman of the Audit Committee. Similar financial statements shall be submitted to the State Committee and Executive Board at their regularly scheduled meetings. The State

Treasurer shall submit to the State Committee on or before January 31 of each year a financial statement and report of the activities of his/her office during the preceding year. The State Treasurer is responsible for the accounting of all contributions to the State Committee, of all Party expenditures and for compliance reporting in accordance with the election laws of the Washington State Public Disclosure Commission (PDC) and the Federal Election Commission (FEC). The State Treasurer shall not be limited to the duties herein but shall perform other duties appropriate to the Office of Treasurer.

ARTICLE 5.5 – Yearly Audit: The State Treasurer shall make certain that the books of the State Committee are audited at least every two years by independent auditors appointed by the State Executive Board. The resulting audit report shall be distributed to all members of the State Executive Board, the State Committee and the Budget Review Committee.

ARTICLE 5.6 – Controller (Chief Accounting Officer): A controller shall be retained to function as Chief Accounting Officer and provide oversight, compliance monitoring and expert counsel on all WSRP financial and accounting procedures. This controller shall have in-depth knowledge and experience in financial matters, generally accepted accounting principles, and shall be expected to become familiar with PDC and FEC regulations. The controller shall be appointed by the WSRP Chairman, confirmed by the Executive Board, and have a dual reporting responsibility to both the State Chairman and the Executive Board. The controller may be terminated only with the approval of the Executive Board.

ARTICLE 5.7 – Competitive Bids for Material and Services: All procurements for materials and services that exceed \$15,000 or have an extended contract beyond one year shall be executed by a competitive bidding process available to known eligible suppliers, unless the State Chairman authorizes a sole or selected source and documents his/her justification in writing. The Controller shall monitor compliance with his/her provision of the bylaws and report any irregularities to the State Chairman, Executive Board and the Treasurer.

ARTICLE 5.8 – Conflict of Interest: Employees of the State Committee shall not be permitted to have outside employment, which may conflict, with their assigned duties. This restriction includes, but is not limited to performing services or work for pay on behalf of candidates for office either within or outside of Washington State. Neither employees nor Executive Board Member may receive compensation, gifts in excess of \$40 or financial favors from any vendor, supplier and/or consultant to the State Committee, unless such an arrangement is specifically approved in writing by the State Chairman and disclosed to the Executive Board. Employees are obligated to disclose areas of possible conflict of interest to the State Chairman, and the State Chairman to the Executive Board, prior to date of hire or at any later date if such conflict or potential conflict arises. Executive Board Members and employees shall not be beneficially interested in any contract, other than an employment contract with the WSRP unless authorized by a two-thirds vote of the Executive Board.

ARTICLE 5.9 – Liability Coverage: The State Chairman and State Treasurer will ascertain that WSRP employees who have access to Party funds are identified for proper liability coverage in the form of bonding, indemnity and/or fidelity insurance. The amount of coverage and those to be covered shall be determined by the Chairman and approved by the Executive Board and premiums paid by the State Committee.

ARTICLE 5.10 – Executive Director: The State Chairman may, at his/her discretion, retain an Executive Director to assist him/her in accomplishing his/her duties and implementing party bylaws, rules and policies. The Executive Director shall take office only after approval of his/her credentials and qualification by the Executive Board. The Executive Director shall report to and serve at the pleasure of the State Chairman.

ARTICLE 6 – ELECTION AND TERM OF OFFICE

ARTICLE 6.1 – Nomination and Election of State Chairman and Vice Chairman: All nominations for State Chairman and State Vice Chairman to be elected by the State Committee shall be called for and made from the floor. The Chairman and Vice Chairman must be of opposite sexes.

In the event more than two candidates shall be placed in nomination for any office, the members present shall first vote upon all said nominees. If one candidate receives a majority of all votes cast, he/she shall be declared elected. If no candidate receives a majority of all votes cast, the two receiving the highest number of votes shall then become the nominees to be voted upon for the office to be filled. The members shall then vote upon the two persons so nominated, and the one receiving the highest number of votes shall be declared elected.

All voting shall be by secret ballot.

ARTICLE 6.2 – Terms of Office: The terms of office of all elective or appointive officers of the State Committee, except the National Committeeman and the National Committeewoman, shall be for the two-year period. The terms of the National Committeeman and National Committeewoman shall be four years, starting from the adjournment of the National Convention.

ARTICLE 6.3 – Vacancies – Removal: When a vacancy occurs in the office of the State Chairman or Vice Chairman, the State Committee shall meet within 90 days to fill the unexpired term in the manner described in Article 6.1.

The State Chairman, Vice Chairman, National Committeeman or the National Committeewoman may be removed from office by a two-thirds vote of the State Committee.

A vacancy shall exist if a Congressional District representative on the Executive Board moves outside his/her Congressional District and shall be filled in the prescribed manner at the next meeting of the State Committee.

If a vacancy occurs before the term is complete in the office of National Committeeman or National Committeewoman, such vacancy shall be filled by a vote of the State Committee at its next regular meeting.

ARTICLE 6.4 – Election of Executive Board Members: The Executive Board will consist of the following members which generally correspond with the Congressional Districts:

Region 1: 2 Members | Snohomish

Region 2: 2 Members | Island, San Juan, Skagit, and Whatcom

Region 3: 2 Members | Clark, Cowlitz, Lewis, Pacific, Skamania, Wahkiakum

Region 4: 3 Members | Adams, Benton, Chelan, Douglas, Franklin, Grant, Kittitas, Okanagan, Yakima, Klickitat

Region 5: 3 Members | Asotin, Adams, Columbia, Ferry, Franklin Garfield, Lincoln, Pend Oreille, Spokane, Stevens, Walla Walla, Whitman

Region 6: 2 Members | Clallam, Grays Harbor, Jefferson, Kitsap, Mason

Region 7: 3 Members | Pierce (2), Thurston (1)

Regions 8: 6 Members | King

At the state organizational meeting, state committee members from regions 1-7 shall caucus separately to elect members to represent their respective regions; A man and a woman shall be elected in regions with 2 members; In regions with 3 members, both genders must be represented. The six (6) representatives from Regions 8 shall be elected according to the Bylaws of the King County Republican Party.

ARTICLE 6.5 – Salaries and Wages: The State Committee may authorize the payment of such reasonable salaries to its officers, committee chairmen, and committee members as it may deem to be necessary and proper.

ARTICLE 7 – MEETINGS

ARTICLE 7.1 – State Committee Meetings: The State Committee shall meet for the purpose of its organization every two years, in January of the odd number year. Not later than ten days prior to said meeting, the State Chairman shall mail or email a written notice to the last known address of each member thereof, designating the time and place at which said meeting is to be held.

At each organization meeting, the State Committee shall elect the State Chairman and State Vice Chairman. The State Committee shall confirm election of Congressional District Members of the Executive Board.

The National Committeeman and National Committeewoman shall be elected in the year of the National Convention at a meeting of the State Committee held after May 1 and before the State Convention.

The State Chairman may call a meeting of the State Committee, to be held at a time and place set by him/her, but no less than three times annually, by mailing or emailing a written notice to the last known address of each member not later than 20 days prior to the time set for said meeting. Said notice shall state the purpose of calling the proposed meeting.

The State Chairman shall call, within ten days, by regular notice, a meeting of the State Committee whenever two thirds of the members of the Executive Board or a majority of the members of the State Committee demand such meeting be called. In the event that the State Chairman refuses or fails to act, then the petitioners shall issue a regular call to all committee members, signed by the petitioner, designating time, place, and purpose of such meeting.

With the exception of teleconference calls, all meetings of the State Committee shall be held equally and alternately at locations within the regions of Western Washington, Central Washington, and Eastern Washington

ARTICLE 7.2 – State Convention: The State Chairman shall arrange and provide for a Republican State Convention either in accordance with a call received from the National Committee or as called for by the State Committee. The call to the State Convention shall be mailed to all counties January 15th of the Convention year and shall include:

7.2.1 The number of delegates and the allocation of those delegates among the counties as recommended by the Executive Board and approved by the State Committee,

7.2.2 Rules for electing delegates to the State Convention,

7.2.3 Procedures to be followed in the local precinct caucus-county convention process, including rules pursuant to which precinct committee officers shall automatically serve as delegates to the county convention, and

7.2.4 The time and place of the Convention and, in the year of a National Convention: A statement that, at the State Convention, the delegates from each Congressional District shall elect three delegates to the National Convention and three alternate delegates.

ARTICLE 7.3 – Executive Board Special Meetings: Special meetings of the Executive Board may be called by the Chairman upon 24-hour notice to the Executive Board members. Notification of the special meeting must specify said purpose of the meeting. The majority of the Executive Board may petition in writing to the Chairman to call a Special Meeting. Said petition shall state the purpose of the Special Meeting.

The Chairman shall call the Special Meeting within 5 days of receipt of petition. If after 5 days the Chairman fails to call the Special Meeting, the Executive Board may immediately call itself into session. Telephonic, video conference and new technology shall be allowable.

ARTICLE 8 – MEETING RULES

ARTICLE 8.1 – Quorums: A majority of the voting members of the State Committee and Executive Board shall constitute a quorum for the transaction of business, and any action taken by a majority of the members voting at any meeting shall be the valid action of the said Committee and Board.

ARTICLE 8.2 – Proxies: An absentee member of the State Committee may be represented by a proxy at any meeting. of the Committee, provided that said proxy, executed in writing, is held by a member of the County Central Committee or an elected officer of the County Central Committee from the county of the absentee member. No person may cast more than one vote.

An absentee member of the Executive Board may be represented by a proxy at any meeting of the Board, provided that said proxy, executed in writing, is held by a member of the State Committee from a county within the Congressional District represented by said absentee member. No person at a meeting of the Executive Board may cast more than one vote.

If, as in King, Pierce or Snohomish Counties, there are not more than two members of the State Committee from any Congressional District, a proxy of an absentee Executive Board member may be held by an officer, defined as including chairman, Vice Chairman, Secretary, Treasurer and precinct committee officer of the County Central Committee from the county of the absentee member.

If the National Committeeman, National Committeewoman, or State Vice Chairman are absent, they may be represented by a proxy at any meeting of the Executive Board, provided that said proxy is executed in writing and is held by a member of the State Committee.

At meetings of any ad hoc committee appointed by the State Chairman, proxies will not be permitted.

ARTICLE 8.3 – Closed Executive Sessions: Any member of the State Committee will be allowed to attend and observe an Executive Board meeting, except when a closed executive session is called on advice of legal counsel.

ARTICLE 8.4 – Roberts Rules of Order: When not inconsistent with the provisions of these rules, the most recent edition of Roberts Rules of Order shall govern all meetings of the State Committee, the Executive Board, and other Party committees.

ARTICLE 8.5 – Suspension of Rules: The State Committee may temporarily suspend for a specific purpose any provision of these rules bearing upon the procedure of said Committee by a two-thirds vote of the members present at any meeting.

ARTICLE 9 – FINANCE

ARTICLE 9.1 – Fiscal Year: The fiscal year for the State Committee shall be from January 1 to the following December 31 of the same calendar year, both dates inclusive. During the first three months following the biennial organizational meeting, expenditures shall be authorized at the level of the prior year’s budget, unless the State Committee or Executive Board shall otherwise direct.

ARTICLE 9.2 – Budgets: A preliminary budget of anticipated necessary expenditures to support the political and fund-raising plans for the ensuing year shall be submitted by the State Chairman to the Executive Board for their approval no later than December 15 of each year.

A final budget must be adopted by the State Committee no later than March 31 of each year.

Said budget may include funds to aid general election campaigns of Republican candidates seeking County offices, provided that such financial assistance to County races shall be rendered only with the approval of the County Central Committee or its designees.

Said budget may include funds to aid in the financing of the general election campaigns of all Republican candidates seeking elective state offices; state legislative offices; United States Senatorial and United States Representatives offices; and state campaign activities in furtherance of the candidates of the Republican nominees for President and Vice President of the United States, the general election campaign of the Superintendent of Public Instruction and the primary or general election campaigns for Justice of the Supreme Court.

The budget shall also include the cost of promoting all interim programs of the said Committee, wages, salaries and reasonable travel and expenses of the State Chairman, State Vice Chairman, and employees so designated, operation expenses of the State Committee’s office or offices, and costs for such other statewide activities as may be deemed necessary and proper in the promotion of the objectives of the Committee for the ensuing fiscal year. The Executive Board shall be responsible for review and approval of Committee staffing plans and salary schedules.

No expenditures of money shall be made by the State Committee without such expenditures being approved by the State Chairman.

ARTICLE 9.3 – State Finance Committee: The State Finance Committee shall be appointed by the State Chairman. The Finance Committee shall perform those duties and responsibilities as may be assigned by the State Chairman.

ARTICLE 9.4 – Fund-raising: The State Committee’s approval of the annual political plan, fund-raising plan, and budget authorizes the State Chairman to implement the fund-raising plans in accordance with the approved plans.

ARTICLE 10 – LEGISLATIVE DISTRICT COMMITTEES

ARTICLE 10.1 – Establishment: A legislative district committee may be established for each legislative district within the State of Washington. A committee established pursuant to this Article 10, and no other committee, is a legislative district committee of the Washington State Republican Party. Terms of officers and members of such legislative district committees shall expire at the end of every even-numbered year.

ARTICLE 10.2 – Purpose: The purpose of a legislative district committee is to coordinate Republican Party activities within the district.

ARTICLE 10.3 – Creation of the Legislative District Committee where county central committee bylaws make provision for their creation

10.3.1 – Single County Districts: Where Republican Party County Central Committee Bylaws make provision for the establishment of a legislative district committee for a district wholly within that county, that legislative committee shall be organized and operated in accordance with those bylaws.

10.3.2 – Multi-County Districts: Where Republican Party County Central Committee Bylaws for the establishment of a legislative district committee for a district located within more than one county, that legislative district committee shall consist of three members from each county as provided by the bylaws of those Republican Party County Central Committees. Each such legislative district committee shall hold an organization meeting by June 30 of every odd-numbered year for the purpose of electing a chairman and a treasurer.

ARTICLE 10.4 – Creation of the Legislative District Committee where county central committee bylaws make no provision for their creation

10.4.1 – Single County Districts: Where Republican Party County Central Committee Bylaws make no provision for the establishment of a legislative district committee for a district wholly within that county, the committee for each district within that county shall consist of three or more members, including a chairman and a treasurer, elected by the PCOs of that district. Officers and members of such a committee may be removed, and any vacancy filled, by the PCOs of that district.

10.4.2 – Multi-County Districts: Where Republican Party County Central Committee Bylaws make no provision for the establishment of a legislative district committee for a district located within more than one county, that legislative district committee shall consist of three members from each county, elected by the PCOs of that district within that county. Each such legislative district committee shall hold an organization meeting by June 30 of every odd-numbered year for the purposes of electing a chairman and a treasurer. Officers and members of such a committee may be removed, and any vacancy filled, by their county's PCOs of that district.

ARTICLE 10.5 – Activities and Internal Governance: A legislative district committee may conduct such activities, and may adopt such rules for its internal governance, as the committees may determine, consistently with these Bylaws and applicable county bylaws.

ARTICLE 11- FILLING MULTI-COUNTY LEGISLATIVE VACANCIES

Legislative vacancies for joint senator or joint representative positions shall be filled in accordance with Article 2, Section 15 of the Washington State Constitution according to the following procedure:

11.1 Three names shall be submitted to the State Committee by counties in the legislative district where the vacancy occurs. Selection of names will be by precinct committee officers, elected at the last primary election

or appointed sixty days prior to occurrence of vacancy, whose precincts are in the legislative district where vacancy occurs.

11.2 By agreement of a majority of County Chairmen of the legislative district, a joint meeting of precinct committee officers will be held for selection of three names to be submitted to the State Committee. The meeting shall be held at the call of the State Chairman after consulting with the county Chairman of the affected counties. The State Chairman shall designate the temporary chairman of the meeting. The permanent chairman of the precinct meeting will be elected by a majority vote of the precinct committee officers present. No proxies will be allowed.

11.3 The State Committee, or during interim between meetings, the Executive Board, shall review the multi-county legislative district proceedings and the nominations submitted to ensure that (1) proper lawful procedures were followed and (2) nominees are legally qualified to serve if appointed. If such determination is made the State Committee or its Executive Board shall ratify such nominees and submit same as the State Committee's recommendations to the County Commissioners and / or County Councils of the affected counties.

11.4 In the event that such review of procedures and legal qualification determine that error has occurred, the State Committee, or its Executive Board, recognizing that timeliness in filling such vacancies dictates that action occur at the earliest possible date, may either reject the nominee(s) not found to be legally qualified or request reconsideration, or adjust the nominee list for only those not found to be legally qualified as appropriate prior to submission.

ARTICLE 12 – AMENDMENTS TO BYLAWS

These Bylaws may be amended by an affirmative vote of two-thirds of the members present at any regular or called meeting of the State Committee. All proposed amendments by a member of the Committee shall be submitted to the State Chairman in not later than 20 days prior to convening any meeting of the Committee. Copies of the proposed amendments shall be mailed or emailed by the State Chairman to all Committee members not later than ten days before the meeting at which they are to be considered.

ARTICLE 13 – NON-CONTINUING NATURE OF ORGANIZATION

The Republican State Committee is a non-continuing body, organized following each even-numbered year general election. The bylaws are adopted by the newly elected members of the Republican State Committee at their first meeting. Until the organization meeting for the new committee, the members of the "old" committee continue in their positions.