

**BYLAWS
OF THE
REPUBLICAN PARTY OF WALWORTH COUNTY**

Here after known as the RPWC

Article I. MEMBERS

Section I.01 Regular Members

A regular member shall be eligible to vote under the laws of Wisconsin, a resident of Walworth County.

Section I.02 Associate Members

A non-resident of Walworth County or a person under the legal voting age of Wisconsin may become an Associate Member. Associate members may not vote during membership meetings or in Party elections, hold Party offices, or serve as convention delegates or alternates.

Section I.03 Membership Dues

A person eligible for membership under Article IV of the Constitution shall qualify as a member by paying the prescribed dues and submitting their application for membership. He or she shall become a member upon receipt of the dues and application by the Treasurer or Membership Committee Chairperson. The Secretary, or the individual designated by the Executive Board or Executive Committee, shall forthwith enter the name of the applicant(s), together with the date of the receipt of the dues. Any new memberships obtained during or after the Walworth County Fair held over Labor Day Weekend annually will be valid until January 1st of the next full calendar year. (Example: September 1st, 2015 is valid until January 1st, 2017.)

Section I.04 Membership Cards

Membership cards, signed by the Chairperson and the Secretary, shall be furnished to all members. An Associate member's card shall contain the word "Associate" thereon. Each membership card will have an expiration date printed on them.

Section I.05 Expulsion and Readmit

Expulsion and Readmission of membership in the RPWC will be in accordance with Article IV, Section 2 of the Constitution.

Article II. DUES

Section II.01 How Constituted

- A. At a meeting held prior to January 1st of any year the Executive Board or Executive Committee shall determine the amount of the annual membership dues for the following year. The Treasurer shall be notified immediately.
- B. The Treasurer, with the assistance of the Secretary and or Membership Committee Chairperson, shall, prior to November 15th annually, mail to each member a notice of the dues payable for the upcoming year.
- C. A member shall be suspended if he or she has not renewed his or her membership by the expirations date printed on his or her current membership card.
- D. During suspension, he or she shall not be considered a member, but shall be reinstated upon payment of dues in accordance with (IAW) Article IX Section 4 of the Constitution. A member may be stricken from the roster if he or she has not paid his or her annual dues prior to the date of the next assessment.

Article III. OFFICERS

Section III.01 The Officers of the RPWC

Shall consist of: Chairperson, First Vice-Chairperson, Second Vice-Chairperson, Secretary, Treasurer, and the Immediate Past Chairperson. In the event the Immediate Past Chair is unable or unwilling to serve the Chairman with the consent of the Executive Board may appoint a Member at Large to fill the vacancy.

Section III.02 Qualifications

Any member of the RPWC in good standing may serve as an officer of the Party. However, pursuant to Article VII, Section 2 and Article VIII of the Constitution no person who holds elected partisan public office or an elected office with a political party may serve as an officer of the RPWC.

Section III.03 How Elected

With the exception of the Immediate Past Chairperson, election of officers shall be held at the annual meeting of each odd numbered year. Nominations for office shall be made by the Nominating Committee and by any member eligible to vote at such meeting. Prior to the acceptance in nomination of the name of any person, his or her eligibility shall be verified.

Upon the close of the nominations, a written ballot shall be cast by each eligible member whose eligibility shall be verified before his or her ballot is accepted, the votes tallied, and the results announced. The new officers shall take office effective as of the adjournment of said meeting.

Section III.04 Duties

A. Chairperson.

The Chairperson shall be the chief executive office of the Party and as such, shall preside at all meetings of the members, Executive Board, and Executive Committee. The Chairperson may designate either the First Vice-Chairperson or the Second Vice-Chairperson as the RPWC representative to the Congressional Districts Republican Party and meetings that encompass Walworth County. The Chairperson shall supervise the Party's activities under the direction of the Executive Board or Executive Committee and shall make a report on such activities to the members. The Chairperson shall sign checks as authorized by the Executive Board and or Executive Committee. The Chairperson shall be an ex-officio member of all appointed committees, without vote. If the Party Chairperson is an appointed member of the committee, then he or she shall have all voting privileges.

B. First Vice-Chairperson.

The First Vice-Chairperson shall perform the duties of the Chairperson in the event of the Chairperson's absence and at the annual meeting shall make a report on the activities under the First Vice-Chairperson's supervision. The First Vice-Chairperson shall have such duties as may be delegated by the Executive Board and or Executive Committee.

C. Second Vice-Chairperson.

The Second Vice-Chairperson shall directly assist with recruiting and coordinate the activities of the Membership and the Campaign and Elections Committee. The Second Vice-Chairperson shall preside at meetings in the absence of the Chairperson or First Vice-Chairperson and shall have such further duties as may be delegated by the Executive Committee or Executive Board.

D. Secretary.

The Secretary shall give notice of all regular and special meetings of the members and of the Executive Board or Executive Committee, and shall keep a permanent record of the minutes of such meetings. He or she shall be the custodian of all official records of the RPWC. He or she shall prepare and maintain a membership roll of the members of the RPWC and cosign and shall issue membership cards to all members in good standing. He or she will turn over all dues received to the Treasurer, and shall assist the Treasurer in issuing notices of dues payable. He or she shall have such further duties as may appear

in the Constitution and shall have such further duties as may be delegated by the Executive Board or Executive Committee.

E. Treasurer.

The Treasurer shall issue notices of dues payable and shall be responsible for the collection thereof and shall certify to the Secretary those members whose dues have been received. He or she shall keep the financial books of the RPWC, draw and cosign checks at the direction of the Executive Board or Executive Committee and report in detail at the meeting and at such other times as directed by the Executive Board or Executive Committee on the financial condition of the Party. The Treasurer is to work closely with the RPWC Finance Committee in reviewing bills, establishing and monitoring an annual budget, and in the preparation and filing of all required governmental reports. The Treasurer may be bonded at the expense of the RPWC., or the RPWC will maintain additional insurance to cover financial losses due to dishonest personnel.

F. Immediate Past Chairperson.

Section III.05 The Immediate Past Chairperson is a member of the Executive Board and the Executive Committee. His or her purpose and duties is to help ensure continuity, attend meetings, and provide guidance. The Immediate Past Chairperson is a voting member of the Executive Board and or Executive Committee. He or she shall have such further duties as may appear in the Constitution or as may be delegated by the Executive Board and or Executive Committee. If the Immediate Past Chair is unwilling or unable to serve, a Member At-Large will be appointed. **Vacancies**

Vacancies in the Chairperson office shall be filled in accordance with Article VII Section 4 of the Constitution. Vacancies in the office of Secretary and Treasurer will be filled by the Executive Board and or Executive Committee. The appointee shall first be found to be an eligible member. He or she shall occupy the office to which appointed until his or her successor is elected by the members.

Section III.06 Use of Party Titles – Campaign Committees

The elected officers of the RPWC and the Immediate Past Chairperson shall not use their RPWC office or title in serving on the campaign committee of any candidate for nonpartisan or partisan office prior to the primary for said office unless such candidate had been endorsed by the RPWC at an annual meeting or special meeting, or a local, district caucus or by the RPW at its convention.

Section III.07 Executive Secretary

The Executive Committee or Executive Board may appoint an Executive Secretary. He or she shall have such duties as may be properly delegated by the Secretary, and such further duties as may be assigned him or her by the Executive Committee or Executive Board. The Executive Secretary is not a voting member of the Executive Board or Executive Committee.

Article IV. MEETINGS

Section IV.01 Membership Meetings

A. Annual Meeting (Caucus).

The Executive Board and or Executive Committee shall set the date, hour, and place of the Annual Meeting. Official notice of the Annual Meeting shall be by U.S. Postal Service to each member at least 21 days prior to the meeting date. Said notice shall list all business to be conducted at the Annual Meeting.

B. Special Meetings.

Special meetings shall be called at the direction of the Chairperson or by a majority of the Executive Board and or Executive Committee. Notice thereof expressing the purpose of the meeting, shall be given by the Secretary via U.S. mail to each member at least 21 days prior to the meeting.

C. Regular Meetings.

Regular Meetings of the RPWC should normally be held on the first Thursday of the month or as scheduled by the Executive Board and or Executive Committee.

D. Quorum.

A quorum is constituted in accordance with the Constitution Art IX section 3.

Section IV.02 Executive Board or Executive Committee Meetings

A. Regular Meetings.

A meeting of the Executive Board or Executive Committee shall be held on a date not more than thirty days following the Annual Meeting (Caucus) of the members. Monthly meeting dates shall be set by the Chairperson. Notice of such meetings shall be given by U.S. mail or e-mail to each member of the Executive Board or Executive Committee by the Secretary. Said notice must be given at least 21 calendar days prior to the meeting.

B. Special Meetings.

Special meetings shall be called at the direction of the Executive Committee or Executive Board or at the direction of the Chairperson and notice thereof, expressing the purpose of the meeting, shall be given by the Secretary in the manner provided for giving notice of the Annual Meeting.

Members in attendance other than Executive Committee or Executive Board members at any regular or special meeting of the Executive Committee or Executive Board may comment when called upon and may vote in an advisory capacity prior to the vote of the Executive Committee or Executive Board.

C. Quorum.

A quorum shall exist in accordance with Article V, Section 3 and Article VI, Section 3 of the Constitution. Teleconference meetings require a quorum of 4 and 7 respectively for the Executive Board or the Executive Committee.

Section IV.03 Committee Meetings

Committee meetings shall be called at the direction of the committee chairperson or the Chairperson of the RPWC and notice thereof shall be given by him or her to each member of the committee. A quorum shall exist of the committee members present. Reports on the activities of the committee(s) shall be given at the Annual Meeting and updates provided on ongoing projects as a part of the agenda of Regular Meeting agendas. Said reports may be in writing to the Chairperson of the RPWC for inclusion in the agenda and minutes.

Article V. ENDORSEMENTS, RESOLUTIONS, PUBLIC OFFICE APPOINTMENTS

Section V.01 Endorsements

The RPWC may endorse a candidate for partisan or nonpartisan political office. The officers of the RPWC may not endorse a candidate using their titles for partisan or nonpartisan political office unless the candidate has been endorsed by the members at the annual meeting /caucus, or a special meeting of the RPWC called for that purpose, or by Republican Party of Wisconsin at its annual convention. Notice of the special meeting will be provided by either e-mail or U.S. mail at least 21 calendar days prior to the meeting. In order to participate in an endorsement vote, a member must be a member of the RPWC in accordance with Article IX Section 4 of the Constitution prior to the endorsement vote.

Monetary or “In Kind” contributions from the RPWC to any partisan or nonpartisan candidate’s campaign will constitute an endorsement. Therefore no RPWC financial contributions can be issued to any candidate unless the candidate is endorsed by the membership in accordance with Article V Section 4 and Article VI Section 4 of the Constitution. Once endorsed, all campaign contributions must be approved by the membership prior to the distribution.

Section V.02 Resolutions

Resolutions may be adopted by a majority vote of the eligible members present at any special or regular annual meeting, provided, however, that no resolution shall be adopted at any special meeting except as called for the endorsement of candidates, unless notice of the proposed resolution shall be incorporated in the notice of the meeting and submitted to the annual meeting as part of the report of the Resolutions Committee.

Section V.03 Public Office Appointments

In the event a public office becomes vacant within Walworth County, the Chairperson of the RPWC shall call a meeting of the Executive Board or Executive Committee to discuss said vacancy and solicit names for submission to the Governor’s office. Meetings for the purpose of submitting nominations to the Governor’s office shall comply with Article V, Section 3, Article VI, Section 3 and Article IX, Section 2 of the Constitution.

A two-thirds vote is required in order to send a name forward on behalf of the RPWC. For clarity and unity of message, if a nominee is selected only the Chairperson must speak to the Governor’s office on the matter on behalf of the RPWC. The nomination must be in writing to the Governor’s office signed by the Secretary and Chairperson and mailed or emailed on behalf of the RPWC by the Secretary within 24hrs of approval by the Executive Board or Executive Committee.

Article VI. COMMITTEES

Section VI.01 Executive Board

There shall be a permanent Executive Board as prescribed in Article V of the Constitution. This committee has the special purpose of taking action on vital matters when time does not permit calling a meeting of the Executive Committee or the membership. Actions by the Executive Board may be via telephone conference call or at an in person meeting. Passage of such actions will be by a simple majority of Executive Board members in compliance with Article V Section 3 of the Constitution.

Section VI.02 **If conference call meetings are conducted, the Secretary shall make the appropriate arrangements and disseminate the phone number and access code to the members not less than 24 hours prior to the meeting time.** **Executive Committee**

The Executive Committee of the RPWC in accordance with (IAW) Article VI of the Constitution shall be comprised of a Chairperson, the Immediate Past Chairperson or Member at Large, a First Vice-Chairperson, a Second Vice-Chairperson, a Secretary, a Treasurer, together with the chairperson of the Membership, Finance, Campaign and Elections, and Multimedia and Technology Committees, qualified and selected in accordance with the Bylaws and in the manner herein after designated.

The Executive Committee shall have control and management of all affairs, properties, and funds of the RPWC, and shall have authority to certify all appointments of a political nature, which the RPWC is called to make and have such added powers as maybe fixed by the Bylaws.

Actions by the Executive Committee may be via: e-mail, telephone conference call, or at an in person meeting. Passage of such actions will be by a simple majority of Executive Committee members in compliance with Article V Section 3 of the Constitution.

In regards to e-mailed matters –members who respond within 72hours of the original e-mail time stamp will be incorporated in the quorum requirement. If a quorum does not respond within 72 hours of the time stamp do the original e-mail the matter is considered to have failed. All actions taken by the Executive Board must be reported in the agenda of the next annual, special or regular, meeting of the members whichever occurs first.

If conference call meetings are conducted, the Secretary shall make the appropriate arrangements and disseminate the phone number and access code to the members not less than 24 hours prior to the meeting time.

Section VI.03 Standing Committees

A. **Membership Committee.**

The Membership Committee shall be comprised of those members selected by the Chairperson of the committee and approved by the Executive Board. The Committee Chairperson shall be appointed by the RPWC Chairperson and approved by the Executive Board.

The Membership Committee shall actively promote the growth of the RPWC through active recruitment of individuals who support the principals of the Republican Party. The committee shall further promote programs intended and designed to increase the interest of support of the party and participate in political activities.

B. Finance Committee.

The Finance Committee shall be comprised of those members selected by the Chairperson of the committee and approved by the Executive Board. The committee Chairperson shall be appointed by the RPWC Chairperson and approved by the Executive Board.

The Finance Committee should, in coordination with the Treasurer develop and monitor an annual budgetary guide; actively solicit and obtained funds by lawful means to finance annual budgetary guide and activities of the RPWC; review and make recommendations of payment of all bills submitted; assist in the preparation of the any financial reports required to be filed with the State of Wisconsin; review the monthly Treasurer's report to the members; and annually conduct an audit and report in writing the results of said audit at the Annual Meeting (Caucus).

C. Campaign and Elections Committee.

The Campaign and Elections Committee shall be composed of those members selected by the Chairperson of the committee and approved by the Executive Board. The Chairperson shall be appointed by the RPWC Chairperson and approved by the Executive Board.

The Campaign and Elections Committee shall actively recruit candidates for all partisan and nonpartisan offices and those legislative districts that include any part of Walworth County; should actively recruit, train, and coordinate volunteers such as Community Captains; assist in appointing Election and Canvass Inspectors as well as Special Registration Deputies; should keep candidates informed of RPWC campaign activities; conduct voter registration drives; organize, plan, and submit budgetary need to the Finance Committee; participate in local parades and events; and assist training candidates by holding appropriate seminars and training sessions.

The committee shall be in charge of the phone bank, voter lists and poll results that may be used by the RPWC to increase support of the Party and its candidates at all time including during but not limited to, election campaigns.

The committee should develop RPWC campaign and election strategies that include but not limited to: Voter registration drives; youth outreach; senior center and nursing home visits and voter registration; rallies; Letters to The Editor (LTE) efforts, literature design and composition, and handout/distribution, procuring buttons,

bumper stickers, and other Republican messaging information to include radio, website, Twitter, and Facebook as well as newspaper press releases.

The Campaign and Elections Committee should work closely to aid in identifying Republican Election Inspectors and Canvas Inspectors for nomination by the RPWC Chairperson to the Municipal Clerks and the County Clerk respectively. Election Inspector nominations are made prior to November 30th of odd numbered years and are good for 2 years. If vacancies occur or exist additional nominations can be made at any time to fill them.

D. Multimedia and Technology Committee.

The Multimedia and Technology Committee shall be composed of those members selected by the Chairperson of the committee and approved by the Executive Committee or Executive Board. The committee chairperson shall be appointed by the RPWC Chairperson and approved by the Executive Committee or Executive Board.

Article VII. The Multimedia and Technology Committee shall maintain the current and accurate RPWC website as well as all other social media mechanisms approved by the Executive Committee or Executive Board. The committee should also monitor websites, blogs, and other forms of communications in order to rapidly respond to adverse, untrue, and inaccurate information pertinent to the RPWC, RPW, and RNC. **National Convention Delegates**

The RPWC at its annual meeting (caucus) of presidential years shall select their delegates to the National Convention in accordance with the Constitution, Bylaws, of the applicable Congressional District(s) and as prescribed in the Caucus Rules of RPWC.

Article VIII. State Convention Delegates

The RPWC Chair shall prepare the list of State Convention Delegates and Alternates based on the allocated numbers of delegates assigned to each U.S. Congressional District encompassing Walworth County. That list will then be presented to the members and accepted and or amended via motion from the floor at the Annual Meeting.

Article IX. PROCEDURE

Section IX.01 Parliamentary.

Except as otherwise specified in the Constitution and these Bylaws, the conduct of all meetings shall be in accordance with Robert's Rules of Order.

Section IX.02 Parliamentarian.

The Chairperson shall annually appoint a parliamentarian, who shall be a non-voting, ex-officio member of the Executive Board or Executive Committee and shall, when requested by the Chairperson, render advisory opinions as to the proceedings of the Executive Board, Executive Committee, and the RPWC.

Article X. OTHER

Section X.01 Information and Data Release.

It is the policy and the practice of the RPWC not to release its membership list or any other information or database to any person, campaign, or Party outside of the RPWC. If a request for information or data is made it must be in writing or in electronic form with the exact purpose and use of the information. The request must be evaluated and voted on by the Executive Board or Executive Committee and a two thirds vote is required to grant the release requested. Additionally, any requests whether granted or not should be part of the agenda of the next regular meeting of the members. All requirements for a quorum as outlined in Article V, Section 3 and Article VI, Section 3 of the Constitution apply.

Section X.02 Amending these Bylaws

The members may amend these Bylaws at any time, as long as written notice is given to the members not less than 45 days prior to the meeting via U.S. mail. At said meeting a two thirds vote of the members present is required to amend or change these Bylaws in whole or in part. Copies of the amendments and current verbiage must be provided upon request by any member in good standing.

At the meeting not less than 5 copies of the original Bylaws and proposed amendments must be available to the members not less than 30 minutes prior to the start of the meeting.

