

# BYLAWS OF THE WASHTENAW COUNTY REPUBLICAN EXECUTIVE COMMITTEE

Passed: Jun 12, 2025

## ARTICLE I – Name

This organization is the Washtenaw County Republican Executive Committee, referred to as the “EC” in these bylaws unless otherwise noted.

The EC is the officially recognized and elected body of the Republican Party in Washtenaw County, representing all Republicans, including voters, Precinct Delegates, and individuals elected or nominated to county-wide or state-wide offices. These members collectively form the Washtenaw County GOP (WCGOP), the Republican Party of Washtenaw County recognized by the State of Michigan.

No other organization may represent the Republican Party in Washtenaw County. Any group asserting such authority lacks recognition under both state law and Michigan Republican Party rules.

## ARTICLE II – Purposes

The EC fulfills duties assigned by law or Michigan State Party rules and undertakes other tasks permitted by these authorities. Its purposes are:

- A. To oversee and manage the Republican Party in Washtenaw County, including:
  - a. Recruiting candidates for offices within or partly within Washtenaw County
  - b. Collaborating with other Republican organizations at state, district, and county levels to advance the Republican platform and Constitutional principles
  - c. Recruiting and training Precinct Delegates in Washtenaw County to represent their precincts at county, state, and national conventions
  - d. Engaging with Washtenaw County voters
- B. To establish bylaws governing the EC and the Republican Party of Washtenaw County

- C. To strengthen the Republican Party at county, state, and national levels by supporting resolutions from county, district, state, and national Republican organizations, thereby enabling Precinct Delegates and other Republicans in Washtenaw County to shape the Party's direction and goals
- D. To support Republican candidates for local, county, state, and federal offices in all elections, as determined by the EC in all special, primary, and general elections.  
Candidates must agree to uphold:
  - a. the United States Constitution
  - b. the Michigan Constitution
  - c. the current GOP Party Platform as established at the latest Republican National Convention
- E. To raise funds to meet the EC's financial needs and to support Republican candidates in Washtenaw County
- F. Candidate Endorsements

The EC may endorse Republican candidates by a two-thirds vote of Voting Members in attendance at a regular or special meeting, provided the process complies with state law and party rules.

### ARTICLE III – Membership

- A. Membership Requirements
  - a. All EC members must be residents and registered voters of Washtenaw County
  - b. Elected members must take an oath to uphold the U.S. Constitution and the Michigan Constitution
  - c. Members will uphold the current Republican National Convention Platform and resolutions, unless 75% of EC members vote to waive this requirement
- B. Elected Members

Anyone elected at the Fall County Convention in even-numbered years, as required by state law (referred to as delegate-appointed members in [MCL 168.599\(1\)](#)) are elected members.

- a. Elected members must be qualified electors in Washtenaw County, as defined by state law, but need not be Precinct Delegates ([MCL 168.10](#))
- b. They may speak and vote on EC business at meetings
- c. Each must serve on *at least one* Standing or Ad-Hoc Committee

- d. Membership may be revoked by a vote of two-thirds of all voting members or 75% of members in good standing present at a regular or special meeting, provided a quorum exists. (see **Article VIII.G** (In-office Offenses))
  - i. For removal, quorum requires 75% of members in good standing, excluding Statutory members
  - ii. Fractional votes follow **Article VIII.A** (Fractional Voting)
  - iii. Intent to remove a member must be notified in writing to the Chair and Secretary at least 10 business days prior to the meeting
  - iv. A member may speak on his or her behalf at the meeting in which a vote is taken, or by writing the Chair and Secretary
- e. An elected member missing three regular EC meetings (excluding subcommittee meetings), in a calendar year, loses membership immediately.
  - i. The EC must fill the vacancy at its next regular meeting and may reappoint the same member.
  - ii. The vacancy must be reported by the Secretary or Chairman to all Precinct Delegates and EC members within 5 business days of the third missed meeting.
  - iii. Appointment requires a two-thirds vote of members present, provided a quorum exists.
  - iv. For filling vacancies, quorum requires 50% of the remaining Voting Membership in good standing
  - v. Fractional votes follow **Article VIII.A** (Fractional Voting)

### C. Statutory Members

- a. Statutory members are candidates who won their primary in either of the last two fall primaries, certified by the county Board of Canvassers, and are residents of Washtenaw County or were nominated for an office partly within it ([MCL 168.599](#)).
- b. Their term begins the day after their primary win and ends at 11:59:59 PM on the next primary date for their office (e.g., 2, 4, or 6 years per [MCL 168.641](#)).

For example, a Michigan House nominee serves from the first Wednesday after the first Monday in August until midnight two years later (e.g., August 7, 2024, to August 5, 2026).

- c. A Statutory member replacing another for the same office assumes membership immediately at the start of his or her term.
  - i. The replaced member becomes an Honorary member, exempt from dues, until the EC's term ends
  - ii. This ensures membership continuity during elections
- d. Voting privileges may be revoked by a two-thirds vote of all voting members or 75% of members in good standing present at a regular or special meeting, provided a quorum exists. (see **Article VIII.G** (In-office Offenses))

- i. For revoking voting privileges, quorum requires 75% of the remaining Voting Membership in good standing
- ii. Fractional votes follow **Article VIII.A** (Fractional Voting)

#### D. Honorary Members

The intent of this membership is to allow for former Statutory Members, Hard Working Republicans, etc. to join or maintain membership on the EC.

- a. Honorary members may be elected by a majority of EC members present at a regular meeting
- b. They may speak and advise at regular and special meetings of the EC but cannot vote
- c. Membership may be revoked by a majority vote at a regular or special meeting, provided a quorum exists (see **Article VIII.G** (In-office Offenses))
  - i. For removal, quorum requires two-thirds of the Voting Membership
  - ii. Fractional votes follow **Article VIII.A** (Fractional Voting)

#### E. Paid Members

- a. The EC includes a paid member category, as defined by Section 6(2)(a) of the [Michigan Campaign Finance Act](#) or any successor statute. Paid members have no additional privileges under these bylaws.
- b. To qualify as a Paid Member, an individual must contribute to the EC within the prior eight years. Elected, Statutory, or Honorary Members meeting this requirement may also be Paid Members.
- c. Paid Members have no right to meet, speak, vote, or act for the EC or its subcommittees unless authorized in writing by the Chairman or a majority vote of the Voting Membership at a regular or special meeting.
- d. The Chairman determines Paid Member benefits, which may change as needed.
- e. The Chairman may revoke Paid Member status at any time, with or without cause.

#### F. Non-Discrimination

Membership and participation in the EC are open to all qualified individuals without discrimination based on race, religion, sex, or nationality.

#### G. Code of Conduct

EC members must act with professionalism, respect, and alignment with the Republican Party platform. Violations may lead to remedial action per **Article III.B.d**, **Article III.C.d**, or **Article III.D.c**. See **Article VIII.G** (In-office Offenses) for examples.

#### H. Member Vacancies

If an Elected or Statutory Member seat becomes vacant for reasons other than attendance, the EC may appoint a replacement by a majority vote at a regular meeting, provided a quorum exists. Appointees must meet membership qualifications per **Article VIII.F**.

## ARTICLE IV – Meetings

### A. Regular Meetings

The EC meets on the second Thursday of each month at 7:00 PM at a location chosen by the Chairman. Meetings end by 9:00 PM unless a majority of voting members present agrees to extend. The Chairman calls meetings to order. If the Chairman is absent, the Vice Chairman presides. If both are absent, the Chairman may appoint an EC member as temporary Chairman for that meeting only.

Agendas, when known, must be sent to all members by 5:00 PM the Monday before the meeting.

Meetings may be rescheduled by a majority vote of the Officers only for a public emergency or religious holiday. A county convention scheduled by the Michigan Republican Party or the EC may replace a regular meeting without an Officers' vote.

#### **Rescheduling Process**

Rescheduling, per the above reasons, should occur by a majority vote of voting members at a regular or special meeting, provided a quorum exists.

If rescheduling happens outside a meeting, it must be transparent. Notice must reach voting members by 5:00 PM the Monday before the meeting, if possible. Officers must vote by email, with votes sent to the Chairman and Secretary by 5:00 PM the Saturday before the meeting.

Email voting records must be kept until the EC dissolves and provided to EC members upon request.

### B. Special Meetings

The Chairman, with majority Officer support, may call a special meeting with at least seven calendar days notice, stating its purpose.

Two-thirds of voting members may request a special meeting by submitting a written request to the Chairman or Secretary, including their signatures and the meeting's purpose. The Chairman must respond within 10 business days, setting a date within 20 business days of receiving the request, and give notice to the EC within 48 hours of the meeting.

Special meetings address only the stated purpose; no other business may be conducted. Quorum depends on the business specified.

#### C. Electronic Meetings

The Chairman, with agreement from at least two Officers, may hold a regular meeting electronically in emergencies (e.g., venue issues, weather, or government restrictions). Officer agreement must be via email, stating the reason unless extreme circumstances prevent it, in which case the omission of the stated reason must be explained to members. No participant in the meeting will be authorized to record the meeting without direction from the Chairman. (see **Article IV.E**)

Email records must be kept until the EC dissolves and provided to EC members upon request.

#### D. Emergency Actions

In extreme circumstances, the Chairman, with approval of two other officers, may take urgent actions on behalf of the EC, reporting such actions at the next regular meeting for ratification by a majority of Voting Members present. A quorum must exist for such actions to be ratified by the EC. If a quorum does not exist at the next regular meeting, the Chairman must report the action and seek ratification at a Special Meeting called for that purpose.

#### E. Privacy

The Chairman may direct the Secretary or any other officer to digitally record EC meetings and must notify members of this decision. No one else may record any part of a meeting without the Chairman's permission.

### ARTICLE V – Officers

#### A. Principal Officers

a. The EC has four principal officers: Chairman, Vice Chairman, Secretary, and Treasurer.

b. Principal officers are selected in accordance with **Article XIII.C** of the current Bylaws of the Michigan Republican State Committee, here recorded as of September 28, 2024:

*Within thirty (30) days following the convening of the fall county convention the executive committee, acting without the officers of the county committee (if any) who are not otherwise members of the executive committee, shall meet and select*

a temporary chairman and temporary secretary. These temporary officers shall serve only during the selection of the officers of the executive committee who shall also serve as the officers of the county committee (if any) for two (2) years commencing on January 1 of the next odd numbered year. The officers shall be a chairman, a vice chairman, a secretary, and a treasurer. No proxy voting shall be allowed for the selection of officers to a county executive committee.

- c. Each officer has a single vote on the EC.
  - d. Officers oversee EC affairs between meetings, make recommendations, and perform duties outlined in these bylaws and the EC's parliamentary authority.
- B. Chairman Duties

The Chairman:

- a. Sets the time and place of regular and special meetings and presides over them
  - b. Prepares for and orders county conventions
  - c. Appoints subcommittee members and chairs
  - d. Acts as the EC's primary spokesman
  - e. Serves as Temporary Chairman for all county conventions and may be elected Permanent Chairman
  - f. Appoints additional officers as needed
- C. Vice Chairman Duties

The Vice Chairman:

- a. Is knowledgeable and obliged to perform the Chairman's duties if the Chairman is absent or unable
  - b. Coordinates with subcommittee chairs
  - c. Produces biannual reports according to **Article VI.G**
- D. Secretary Duties

The Secretary:

- a. Records minutes of all EC meetings
- b. Tracks attendance
- c. Provides minutes to members upon request
- d. Sends previous meeting minutes to all members at least seven calendar days before regular meetings
- e. Assists the Chairman in preparing meeting agendas
- f. Manages correspondence as directed by the Chairman

- g. Serves as Temporary Secretary for county conventions and may be elected Permanent Secretary

#### E. Treasurer Duties

The Treasurer:

- a. Manages EC funds, keeping records of receipts and disbursements
- b. Disburses funds as approved by the Chairman in writing or per approved Standing and Ad-Hoc Committee budgets with Chairman consent
- c. Files required financial reports under county, state, and federal law
- d. Reports regularly to the Chairman on EC finances
- e. Submits to an audit by a person or group chosen by the Chairman within the EC's two-year term, no later than 3 months before the end of the term
- f. Appoints and trains a Deputy Treasurer that is approved by a simple majority of the Voting Membership at a regular meeting

#### F. Vacancies

- a. If the Chairman's office becomes vacant, the Vice Chairman becomes Acting Chairman until the next regular EC meeting elects a successor. If the Vice Chairman cannot serve, the Secretary or Treasurer, in that order, becomes Acting Chairman.
- b. If the Vice Chairman or Secretary's office becomes vacant, the EC elects a successor at the next regular meeting.
- c. If the Treasurer's office becomes vacant, the Deputy Treasurer acts as Acting Treasurer until the EC elects a successor at the next regular meeting.

#### G. Financial Approvals

Disbursements over \$500 outside approved Standing or Ad-Hoc Committee budgets require majority EC approval at a meeting with the request on the agenda.

Disbursements over \$250 within approved budgets require the signature of the Chairman and another officer.

### ARTICLE VI – Committee Conduct

#### A. Financial Controls

- a. The four EC officers (Chairman, Vice Chairman, Secretary, Treasurer) and the chairs of the four Standing Committees (see **Article VII.A**) may each independently bind the EC financially, such as by signing contracts for events.

- b. All Standing and Ad-Hoc Committees will submit budgets to the Finance Committee by March 1 each year. The Finance Committee Chair will review and submit finalized budgets to the EC for approval by April 1.
- c. Committee chairs will approve project spending within committee-approved budgets, and will submit a requisition for the expenditure.
- d. Expenditures require a requisition form signed by two officers after the Treasurer confirms budget alignment and fund availability.
- e. The EC's fiscal year is the calendar year.

## B. Parliamentarian

The Parliamentarian, at the Chairman's request, advises on meeting procedures, these bylaws, *Robert's Rules of Order (Newly Revised)*, and relevant statutes. The Chairman may override the Parliamentarian's advice, but such rulings may be challenged per Robert's Rules of Order.

## C. Conflict of Interest

EC officers and members must disclose any financial or personal interest in decisions before the EC and recuse themselves from related votes if directed by a majority of Voting Members present.

## D. Officer Removal

An officer may be removed for cause by a two-thirds vote of Voting Members at a regular or special meeting, provided a quorum of 75% of Elected Members in good standing is present. Statutory Members will not count toward quorum.

## E. Records Access

The Secretary must make EC minutes, budgets, and financial reports available to members upon request, subject to reasonable restrictions for sensitive matters. The EC may use online services (e.g., email, document portal) to distribute such records. The Secretary must keep physical records.

## F. Dispute Resolution

The Chairman may appoint a mediator to resolve disputes among EC members or committees. If unresolved, disputes may be addressed by a majority vote of Voting Members at a regular meeting.

## G. Biannual Report

The Vice Chairman must issue biannual reports summarizing activities, finances, and goals, to be shared with members at the March and September meetings each year.

## ARTICLE VII – Committees

### A. Standing Committees

The EC has four Standing Committees with the following duties:

- a. **Finance Committee:** Raises funds to support EC activities and prepares a budget. A draft budget is presented at the initial March regular meeting, with the final version, including EC changes, presented at the initial April regular meeting.
- b. **Campaign Committee:** Plans and coordinates campaigns to elect Republican candidates at the county level, aligning county efforts with city and township organizations.
- c. **Communications Committee:** Ensures accurate and widespread coverage of EC activities and purposes through digital and print media.
- d. **Events Committee:** Organizes county party events throughout the year, collaborating with other Standing Committees to support outreach, campaigns, and fundraising for the WCGOP.

### B. Ad-Hoc Committees

The Chairman may appoint EC members or other Republicans to Ad-Hoc Committees, defining their purpose, duties, and budgets. The Chairman may dissolve these committees without a member vote.

For example, a Bylaws Committee could be formed to draft or revise amendments for consideration by the EC.

### C. Budget Approval

The EC must approve the annual budget by a majority vote of Voting Members at a regular meeting in April, following the Finance Committee's final presentation.

### D. Standing Committee Operations

The Chairman appoints Standing Committee members, who may include EC members or other Republicans, with each committee having at least three members. Committees meet as needed and report to the EC at each regular meeting.

## ARTICLE VIII – Definitions

### A. Fractional Voting

For EC votes, fractional percentages above 0.5 are rounded up to the nearest whole number (e.g., 74.5% becomes 75%, 74.4% becomes 74%).

### B. Quorum

Unless otherwise stated, quorum for EC meetings or votes requires either one-third of all Voting Membership or 50% plus one of Elected Members. Principal Officers count toward quorum in both cases.

**Example:** With 24 Statutory Members, the EC would include 24 Elected Members. In that case, quorum would be achieved by 13 Elected Members ( $24 / 2 + 1 = 13$ ) or 16 total Voting Members ( $48 / 3 = 16$ ).

### C. Good Standing

An Elected Member is in good standing if they meet Washtenaw County qualified elector requirements and have paid their membership dues.

### D. Membership Dues

- a. Elected Members, Statutory Members, and Principal Officers pay \$60 annually; Honorary Members pay \$40. Dues are due by the first regular EC meeting each year (January)
- b. Members appointed later pay pro-rated dues (\$10 per quarter for Honorary Members, \$15 per quarter for other Voting Members), due by the next regular meeting
- c. Dues are non-refundable
- d. Voting Members delinquent on dues lose voting privileges until payment is current

### E. Voting Membership

The Voting Membership includes Elected and Statutory Members as well as Principal Officers.

### F. Membership Qualifications

- a. Statutory Members must meet requirements in **Article III.C.a.**
- b. All other members must be full-time Washtenaw County residents, as defined by [MCL 206.18\(1\)\(a\)](#).

## G. In-office Offenses

This list is not exhaustive, but will be used to determine if remedial action is warranted.

- a. A member, after all due process, is found guilty of a felony in any local, state, or federal court while serving on the EC
- b. The member exhibits violent behavior towards others, not in self-defense
- c. The member repeats harassing behavior towards others
  - i. An initial complaint must be filed with the Chair. The Secretary shall notify the member of the complaint within 48 hours of the complaint
- d. The member engages in undermining or sabotaging the efforts of the EC or the Republican Party at large
- e. The member shares private information pertaining to the EC where the EC and the member had a reasonable expectation that such information would be kept confidential

## ARTICLE IX – Public Representation of the EC

Only EC officers may represent the EC publicly. The Chairman may authorize Elected or Statutory Members to do so as needed for Standing or Ad-Hoc Committee duties or other purposes. Such authorizations may be revoked at any time. Public representation includes press releases, interviews, social media posts, and similar activities.

## ARTICLE X – Parliamentary Authority

*Robert's Rules of Order (Newly Revised)* governs all EC meetings and County Conventions, except where these bylaws or Michigan Compiled Law apply.

## ARTICLE XI – Amendments

These bylaws may be amended at any regular EC meeting or a special meeting called for this purpose. Amendments must be submitted in writing to the Chairman and Secretary, distributed to the entire EC at least ten days prior to the meeting at which a vote can occur. Proposed amendments will be approved by 67% of Voting Members present and in good standing. A quorum will be established only if at least 75% of Elected Members in good standing are present. Fractional votes follow **Article VIII.A** (Fractional Voting).

## ARTICLE XII – Transfer of Power

- A. After the post-election convention in even-numbered years, the newly elected EC meets to select officers per [MCL 168.599\(3\)](#). At this meeting, the EC may appoint a transition team, with the newly elected Chairman and Secretary serving as its temporary Chairman and Secretary.
- B. Outgoing EC officers must assist the transition team (or newly elected officers if no team is appointed) to:
  - a. Transfer all physical and digital EC assets to incoming officers

- b. Provide passwords and account details
  - c. Introduce incoming officers to third-party contacts (e.g., bank officials, building managers) relevant to their roles
- C. Outgoing EC officers may not commit the incoming EC to financial or contractual obligations without approval from the transition team or newly elected officers.
- D. After the general election in even-numbered years (November through December), the outgoing EC may not make purchases unless approved by a 75% vote of the Voting Membership at a regular or special meeting.
- a. Quorum for these votes includes both Elected and Statutory Members
  - b. Expenditures proposed before the general election also require a 75% vote, regardless of amount
  - c. This rule is intended to ensure the incoming EC has sufficient funds for at least its first six months

#### ARTICLE XIII – Dissolution

If the EC dissolves, its assets and records must be transferred to the Michigan Republican State Committee or another entity designated by state law, after settling all obligations.

#### ARTICLE XIV – Severability

If any bylaw provision is invalid under law, the remaining provisions remain in effect.