

## ARTICLE VI. OFFICES AND DIRECTORS

**SECTION 6.01. Elective Officers.** The elective officers of the RUTHERFORD COUNTY REPUBLICAN ASSEMBLY (RCRA) shall be a President, First Vice President, Second Vice President, Secretary, and Treasurer; as well as two National Directors who, along with the President, shall represent the TRA on the NFRA's Board of Directors.

**SECTION 6.02. Duties. The duties of the elective officers shall be as follows:**

**a. President.** The President shall preside at all Conventions and meetings of the Board of Directors. He shall be the chief executive officer of the RCRA and shall exercise general supervision over the work and activities of the RCRA, and coordinate and direct all other officers. He shall perform such other duties as usually pertain to the office of President. The President shall represent the RCRA as a member of the TRA Board of Directors.

**b. First Vice President.** In the event of the inability of the President to perform his duties, the First Vice President shall preside and perform the duties of, and have the same authority as, the President. The First Vice President shall also perform such other duties as usually pertain to the office of First Vice President or as may be assigned to him by the President or the Board of Directors. His duties shall include, but are not limited to, implementation of directives of the Board of Directors. He shall suggest improvements and strategies for the advancement of the RCRA and shall receive reports from other executive officers. He shall attend all meetings of the Board of Directors and all Conventions of the RCRA.

**c. Second Vice President.** The Second Vice President shall perform such duties as may be assigned to him by the President or the Board of Directors. He shall attend all meetings of the Board of Directors and all Conventions of the RCRA.

**d. Secretary.** The Secretary shall assist the President and the Board of Directors in conducting the business of the RCRA. The Secretary shall perform such duties as specified or implied in the Bylaws, or as may be assigned by the President or the Board of Directors. He shall maintain current and accurate lists of contact information of all members of the Board of Directors. He shall attend all meetings of the Board of Directors and all Conventions of the RCRA, and shall act as Secretary thereof. He shall send and receive all mail and electronic ballots under these Bylaws. He shall be the custodian of the formative documents of the RCRA and the records pertaining thereto, the Charter and Bylaws of the RCRA, and the Minutes of the Board of Directors. He shall receive all correspondence on behalf of the RCRA and shall maintain a permanent file of all communications sent or received by the RCRA. He shall act as historian and archivist of the RCRA.

**e. Treasurer.** The Treasurer shall receive, collect, and deposit all monies received. He shall keep the usual book of accounts and such records and books as directed by the Board of Directors. He shall

report on receipts, disbursements, and liabilities. He shall originate all disbursements, as needed. He shall attend all meetings of the Board of Directors and all Conventions of the RCRA.

**f. National Directors.** It shall be the duty of the National Directors to attend all meetings of the Board of Directors and the Executive Committee. The National Directors, along with the President, shall represent the TRA as a member of the NFRA Board of Directors.- let me double check this provision.

**SECTION 6.03. Additional Officers.** The President may appoint a Chaplain, a Parliamentarian and a Sergeant-at-Arms. He shall also have power to appoint other specialized officers and representatives of the RCRA at his discretion as needs arise.

**SECTION 6.04. Qualifications.**

a. An officer of the RUTHERFORD COUNTY REPUBLICAN ASSEMBLY (RCRA) must be an American citizen of good moral character, never been convicted of a felony, has not been disciplined within the last 3 years by a chartered Republican Assembly, who is legally registered to vote and a member in good standing of the TRA, and a registered voter with Republican Party affiliation.

b. No officer, appointee, or director of the RCRA shall be a duly-filed candidate for, or hold, any partisan, remunerative, elected public office, other than an office within the Republican Party.

c. The office of any officer or director of the RUTHERFORD COUNTY REPUBLICAN ASSEMBLY (RCRA) who misses two consecutive meetings of the Board of Directors between Annual Conventions shall automatically terminate, unless such non-attendance is excused by a vote of the Board of Directors.

**SECTION 6.05. Election of Officers.** The elective officers shall be elected at the Annual Convention in each odd numbered year in accordance with these Bylaws and shall serve for the period of two (2) years and until their successors are elected and qualified.

**SECTION 6.06. Outgoing Officers.** At the conclusion of each Annual Convention, outgoing officers shall be empowered to continue to perform their duties only on matters which were initiated and approved prior to the close of the Convention and which matters shall be completed within a fifteen (15) day period following the close of the Convention. Outgoing officers shall turn over all documents, bank accounts, or other property of the RUTHERFORD COUNTY REPUBLICAN ASSEMBLY (RCRA) to their successors immediately, but in no case more than fifteen (15) days following the close of the Convention at which their successors are elected.

**SECTION 6.07. Liability of Officers.** No officer or director shall be held personally liable for any debts or obligations of the RUTHERFORD COUNTY REPUBLICAN ASSEMBLY (RCRA) except those personally guaranteed by that officer or director, and the TENNESSEE REPUBLICAN ASSEMBLY (TRA) shall indemnify each officer or director against claims made against them arising from their legitimate and proper service