

DRAFT NO. 9.8 – Prepared 2/23/25

The Plan of Organization of the Republican Party of North Carolina is amended by repealing each of its provisions and restating the Plan as follows:

THE PLAN OF ORGANIZATION OF THE REPUBLICAN PARTY OF NORTH CAROLINA

PREAMBLE

We, the Members of the Republican Party of North Carolina, are dedicated to the sound principles fostered by our Party, are conscious of our civic responsibilities and rights, and are firm in our determination to preserve the American principle that government ought and must be of all the people, by all of the people, and for all of the people. Therefore, for the purpose of uniting and coordinating our efforts for maximum power and efficiency, and providing focus to win elections, we hereby establish this instrument, the Plan of Organization of the Republican Party of North Carolina.

ARTICLE ONE – THE PARTY AND ITS MEMBERS

1. The Republican Party.

Section 1-101. North Carolina Republican Party and Its Constituent Entities.

The North Carolina Republican Party, as organized in this Plan of Organization, shall have the exclusive right to conduct the affairs of the Republican Party in this State. There are within the State Party constituent entities established by and subject to this Plan. These entities consist of the Republican Party in the precincts, counties, and congressional, judicial, senate, and house districts of this State. A Republican Party organization created exclusively for a municipality, however, is not a constituent entity of the State Party and is not governed by this Plan.

Section 1–102. Party Defined.

Wherever in this Plan it is initially capitalized, the meaning of the word “Party” shall be determined by the context in which it is used. Therefore, it can refer to the Republican Party generally or to the State Party or to any of its constituent entities.

2. The Members of the Republican Party.

Section 1-201. The Party Derives Its Authority from Its Members.

The North Carolina Republican Party is a grassroots organization. All registered Republicans are invited to gather annually at the precinct level and elect Delegates to their county’s Convention. Those Delegates, in turn, elect their county leadership as well as Delegates to their Congressional District and State Conventions. The State Convention has the power to adopt or amend the Party’s Plan of Organization. Members of the County Parties elected at the County and Congressional District

Conventions also constitute a majority of the members of the Party's State Executive Committee which is the principal governing body of the Party.

Section 1-202. Member Defined.

Wherever in this Plan it is initially capitalized, the word "Member" shall refer to a United States citizen who is a resident of North Carolina and is registered to vote in this State as a Republican.

Section 1-203. Rights of Members.

All Members shall have the right to participate in the affairs of the North Carolina Republican Party in accordance with this Plan.

Section 1-204. Right to Run for, Be Appointed to, and Hold a Party Office, or to Participate in Party Affairs.

(a) General Rule. Any person running for, appointed to, or holding a Party office described in this Plan must be a Member of the Party and a resident of the jurisdiction for which that office has been established. Further, a Member shall be entitled to participate in the activities of the Party conducted within the jurisdiction of which the Member is a resident. For purposes of this Section, the term "office" includes both elected and appointed membership on committees created or authorized by this Plan.

(b) Exception. Subsection (a) shall not apply to the member of the State Executive Committee representing the North Carolina Federation of Teenage Republicans if by reason of his or her age, that member is not eligible to register to vote.

ARTICLE TWO – THIS PLAN OF ORGANIZATION

1. In General.

Section 2-101. Scope of This Plan.

This Plan governs the organization and operation of the Party. It may be amended by a majority of the Delegates present and voting at any State Convention. In addition, to the extent not inconsistent with this Plan or the rules of any Convention authorized by this Plan, the current edition of Robert's Rules of Order Newly Revised shall govern the conduct of all meetings and Conventions under this Plan.

Section 2-102. Plans Adopted by Constituent Entities.

Each County and District Party may adopt its own Plan of Organization, provided that the Plan is consistent with this Plan. Any County or District that does not adopt its own Plan of Organization shall be governed by this Plan.

Section 2-103. Design of Section Numbers.

The Sections of this Plan are numbered consecutively. The first digit of the number indicates the Article in which the Section appears. The second digit denotes the division of that Article. And the final digits indicate the order in which the Section appears within the division of that Article.

2. The State Plan of Organization Committee.

Section 2-201. Role of the State Plan of Organization Committee in general.

The State Plan of Organization Committee is a standing committee of the State Party. Rules relating to its mission, membership, and organization are contained in Sections 7-507. The Committee shall, as provided in this Article, (i) adopt Drafting Guidelines; (ii) propose amendments to this Plan when necessary or desirable; (iii) revise, if needed, amendments proposed from the floor of, and adopted by, the State Convention; and (iv) determine if a Plan adopted by a County or District Party is consistent with this Plan. In addition, the Committee is authorized to create a Model County Plan of Organization as provided in this Article.

Section 2-202. Drafting Guidelines.

The Committee is charged with assuring that the style of this Plan remains consistent. Accordingly, the Committee shall adopt Drafting Guidelines designed to maintain uniform use of words and proper grammar and to ensure that future Committees will adhere to a consistent approach when amending this Plan. The Committee may change the Guidelines from time to time, provided that the Committee simultaneously amends this Plan to conform with those changes and, further, that the amendments made do not alter the intent of the Plan.

Section 2-203. Corrections.

The Committee shall correct any spelling, typographical, punctuation, grammar, and other similar errors in the Plan, provided that those corrections do not alter the intent of the Plan.

Section 2-204. Amendments Proposed by the State Plan of Organization Committee

The Committee shall not propose an amendment to this Plan without first determining that the amendment is consistent with its current Drafting Guidelines and that it does not conflict with any other provision in this Plan. Further, the Committee shall ensure that this Plan (i) complies with federal and state law and (ii) remains consistent with the Rules of the Republican Party as adopted by the most recent Republican National Convention and as amended from time to time by the Republican National Committee.

Section 2-205. Other Amendments Adopted by the State Convention.

The following subsections apply to any amendment to this Plan adopted by the State Convention and which was not proposed by the Committee.

(a) Incompatible With Style. The Committee shall make changes, if necessary, to the amendment in order that it may comply with the Drafting Guidelines, provided that those changes do not alter the intent of the amendment.

(b) Inconsistent with Plan. If the Committee determines that the amendment is incompatible with another provision of this Plan, it shall prepare an additional amendment or amendments designed to reconcile the inconsistency and shall propose the changes to the next State Convention.

Section 2-206. Effective Date of Amendments to the Plan.

Except as provided in the preceding Sections or by the terms of an amendment adopted by the State Convention, all amendments to this Plan shall become effective upon the adjournment of the State Convention at which they are adopted.

Section 2-207. Determination of Inconsistency with the State Plan.

Upon written notice by any Member to the State Plan of Organization Committee alleging that the Plan of Organization of a County or District Party is not consistent with the State Plan, the validity of the allegation shall be determined in accordance with the provisions contained in Section 7-507(c) and, if that Party's Plan is inconsistent with this Plan, a written opinion so holding shall be issued.

Notwithstanding any provision to the contrary in the County or District's Plan of Organization, the Executive Committee of that Party shall adopt changes designed to bring its Plan into compliance with the State Plan within 60 days of the issuance of the opinion and shall provide the Committee with a copy of its amended Plan. The Committee shall promptly notify the County or District Party whether or not its Plan, as amended, is in compliance with the State Plan. The County or District Party shall be governed by this Plan during the period between the issuance of the opinion and the notice of compliance.

3. Temporary Amendments to this Plan.**Section 2-301. Temporary Amendments Necessary to Comply with Law.**

The State Plan of Organization Committee shall temporarily amend this Plan in order to comply with changes in state or federal law or regulations. Any amendment made under this Section shall expire upon the adjournment of the next State Convention.

4. Model County Plan of Organization.

Section 2-401. Model County Plan of Organization.

The State Plan of Organization Committee is authorized to adopt a Model County Plan of Organization and amend it from time to time. The Model Plan shall contain only those provisions necessary or appropriate for the proper organization and operation of the County Party. A County Party may adopt the Model Plan as its own Plan of Organization and may amend it in a manner not inconsistent with this Plan.

ARTICLE THREE – PRECINCT ORGANIZATION

1. Organized Precincts

Section 3-101. The Precinct Committee.

Each organized precinct shall have a Precinct Committee which shall, in cooperation with the County Chair and County Executive Committee, administer the affairs of the Party within its precinct. The Committee shall consist of the Chair, Vice-Chair, and Secretary. In addition to these Officers, the Precinct Chair may from time to time appoint other Committee members.

Section 3-102. Term of Office.

The Precinct Officers shall be elected at the Annual Precinct Meeting held in an odd-numbered year. Unless sooner becoming ineligible to serve, an Officer's term of office shall end upon the adjournment of the Annual Precinct Meeting held in the next odd-numbered year or upon the later election of his or her successor.

Section 3-103. Duties of the Committee.

The Precinct Committee shall (i) work for the election of Republican candidates for public office; (ii) recruit volunteers to work for the Party and its candidates; (iii) assist the Party in getting out the vote in the precinct; and (iv) provide the County Chair with a list of Members willing to serve as election officials.

Section 3-104. Duties of Individual Officers.

The Officers shall have the duties set forth in this Section.

(a) Chair. The Chair shall be primarily responsible for the affairs of the Party in the precinct and shall preside at all Precinct Meetings.

(b) Vice-Chair. The Vice-Chair shall assist the Chair and preside at any Precinct Meeting when the Chair is not present.

(c) Secretary. The Secretary shall keep the minutes of the Precinct Meetings and other precinct records. In addition, the Secretary shall maintain a list of precinct volunteers and their contact information.

Section 3-105. Vacancy in a Precinct Office.

Precinct Officers shall be entitled to hold their offices until the expiration of their terms or, if earlier, upon the Officer's death, resignation, removal, or ineligibility to serve. When an office becomes vacant, the County Chair shall nominate a replacement to serve in that office until the next County Executive Committee meeting, at which time the Committee shall appoint that replacement or another Member to complete the term of the vacated office.

Section 3-106. Removal of a Precinct Officer.

A Precinct Officer shall be automatically removed for the reasons contained in Section 9-302. Further, a Precinct Officer who is no longer able to act, is grossly inefficient, fails without rectification to comply with a significant provision of this Plan or the County Plan of Organization, or commits an act of Party disloyalty, as defined in Section 9-304, may be removed by a two-thirds vote of the County Executive Committee upon prior adequate notice signed by one-third of the voting members of that Committee and after an opportunity to be heard.

2. Unorganized Precincts.**Section 3-201. Vacancy in All Offices of the Precinct Committee.**

The goal of the Party is to have a viable organization in each precinct of the State. Accordingly, if at any time all of the offices of a Precinct Committee are vacant, the precinct shall be deemed to be unorganized and the County Chair and Executive Committee may fill those vacancies as provided in Section 3-105.

Section 3-202. Non-Resident Administrator.

It is the policy of the Party to have an effective political campaign organization in every precinct of the state. Accordingly, the County Chair is authorized to appoint a Member of the County Party to serve as Administrator of an Unorganized Precinct in which he or she is not a resident. The Administrator shall (i) act in the role of the Precinct Chair in the conduct of political campaigns and (ii) work to identify residents of the Precinct willing to be elected as members of the Precinct Committee at the Annual Precinct Meeting to be held in the next odd-numbered year. The duties of the Administrator shall cease upon the election of a Precinct Chair as provided in Sections 3-102 or 3-105.

3. Annual Precinct Meetings.**Section 3-301. Call and Notice of the Annual Precinct Meeting.**

An Annual Meeting of the Members of each precinct shall be held during the month of February or, if held on the same day and at the same location as the County Convention, in the month of March. The County Chair shall issue the call of the Meetings by causing a notice to be posted on the County Party's website and by notifying the members of the Precinct Committees and the Chair or Chairs of the Congressional Districts within the county on or before January 20th of each year. The notices shall set forth the time and place of the Meetings. As soon as it can be determined, the County Chair shall also notify each Precinct Chair of the number of Delegates to the County Convention allocated to the precinct.

Section 3-302. Eligibility to Participate.

Notwithstanding Section 1-204 and subject to the limitation in the following sentence, a Member shall be entitled to participate at the Annual Precinct Meeting if he or she (i) was registered to vote in the precinct as a Republican on the previous January 31st or (ii), if not then registered, is registered to vote in the precinct as a Republican at the time of the Annual Meeting but only if during the period between the date of the Annual Meeting and the previous January 1st he or she became eligible to register to vote in the precinct by establishing residency in the precinct or by attaining the age of 18. No one, however, shall be permitted to participate in more than one Annual Meeting in any year.

Section 3-303. Registration and Quorum.

(a) Registration. Upon arriving at the Annual Precinct Meeting, each participant shall register by providing his or her full legal name, address, phone number, and email address.

(b) Quorum. Unless the County Plan of Organization establishes a greater number, a quorum to conduct business at the Annual Precinct Meeting shall be one.

Section 3-304. Eligibility to Be Elected as an Officer or Delegate.

Only those Members who reside in the precinct at the time of the Annual Precinct Meeting shall be eligible to be elected as a Precinct Officer or as a Delegate or Alternate to the County Convention. A Member, however, does not have to be present at the Meeting to be elected, provided that the Member complies with the provisions of Section 9-203(b). If the right of an individual in attendance cannot be determined at the time of the Annual Meeting, the individual will be allowed to cast a provisional vote and may be provisionally elected, subject to a final determination being made by the County Credentials Committee. Further, unless that determination has no bearing on the actions taken at the Annual Precinct Meeting, the establishment of a quorum and the results of the elections conducted at the Meeting shall not be finally decided until the eligibility of all participants has been resolved.

Section 3-305. Election of Precinct Officers.

The Precinct Officers shall be elected at the Annual Meeting held in an odd-numbered year. In addition to absent Members who have nominated themselves by complying with the provisions of Section 9-203(b), the Members present at the Meeting may nominate anyone present, including themselves, or anyone not present who is known to be willing to serve.

Section 3-306. Election of Delegates and Alternates to the County Convention.

Each precinct is authorized to elect Delegates and Alternates to the County Convention at its Annual Meeting. The number of Delegates allocated to each precinct shall equal the sum of (i) one plus (ii) an amount equal to one for every 100 Members, rounded to the nearest multiple of 100, registered in the precinct on January 31st of the year in which the Annual Meeting is held. Notwithstanding clause (ii) of the previous sentence, the County Executive Committee may allocate to all precincts in the county a number of Delegates greater than one for every 100 Members. An equal number of Alternates shall be allocated to the precinct. No Alternate, however, shall be elected until all Delegate positions are filled. No one may be elected as a Delegate or Alternate following the adjournment of the Annual Meeting.

Section 3-307. Certification and Delivery of Annual Meeting Results and Documents.

Promptly after the adjournment of the Annual Meeting, the Secretary of the Meeting shall (i) certify to the County Secretary and the Chair of the County Credentials Committee the full legal names, residence addresses, phone numbers, and email addresses of those elected as Officers and Delegates or Alternates at the Meeting, and (ii) provide the County Secretary and the Chair of the County Credentials Committee a copy of the register described in Section 3-303(a) and a copy of the minutes of the Meeting.

4. Other Precinct Meetings.

Section 3-401. Call of Other Precinct Meetings.

Any member of the Precinct Committee or any five Members of the Precinct may call other Precinct Meetings by notifying the members of the Precinct Committee and providing them with a proposed agenda for the Meeting. The Precinct Chair shall determine the time and place of the Meeting and shall cause a notice of the Meeting to be posted on the County Party's website. The Meeting shall be subject to the same quorum requirements as the Annual Meeting. The Secretary of the Meeting shall notify the County Secretary of any action taken at the Meeting.

ARTICLE FOUR – COUNTY ORGANIZATION.

1. Purpose.

4-101. Purpose.

The purpose of this Article is to create in each county an effective and efficient Republican organization under the direction of the County Executive Committee and the leadership of the County Officers. The County Republican organization in cooperation with the Party's candidates is the primary generator of election victories.

2. Committee Members.

Section 4-201. Membership.

The County Executive Committee shall consist of the Members listed in this Section.

(a) Required Members. The County Chair, Vice-Chair, Secretary, Treasurer, and five other members.

(b) Additional Members. Such additional Officers and other members as provided in the County Plan of Organization.

(c) General Counsel. The County General Counsel who shall be a Member licensed to practice law in North Carolina, but if no one is qualified or willing to serve, the General Counsel shall be replaced on the Committee by the Election Integrity Officer.

(d) Optional Members. The County Chair may nominate a Finance Chair, Auditing Chair and any other Committee Chairs as he or she deems necessary to conduct the business of the County Executive Committee.

Section 4-202. Non-voting Members of the County Executive Committee.

A County Plan of Organization may allow non-voting members to serve on the County Executive Committee. Non-voting members may either be elected in the same manner as voting members or hold office by virtue of an ex officio status. Non-voting members may participate in debate at County Executive Committee meetings but shall not be permitted to make motions or vote. They shall not be taken into account in determining the existence of a quorum.

Section 4-203. The Election or Appointment of the County Executive Committee.

The Officers and Committee members described in subsections (a) and (b) of Section 4-201 shall be elected at the County Convention held in an odd-numbered year. Upon taking office, the County Chair shall nominate the General Counsel (or the Election Integrity Officer in lieu of the General Counsel) and any other Committee Chairs deemed necessary by the County Chair to conduct the business of the County Executive Committee, each of whom shall hold office on a temporary basis until his or her nomination is ratified or rejected by the County Executive Committee. A nominated officer holding his or her position on a temporary basis shall not act in that capacity as a member of the County Executive Committee.

3. The County Executive Committee.

Section 4-301. Duties of the County Executive Committee.

The County Executive Committee shall have the duties set forth in this Section.

(a) Management. Manage the affairs of the Party within the county.

(b) Strategic Plan. Approve, or approve with recommendations, a strategic plan containing achievable goals for the County Party as presented by the County Chair at the Committee's first meeting following the Convention held in an odd-numbered year and review the progress made at each subsequent Committee meeting.

(c) Elect Republicans. Work for the election of Republican candidates for public office in the county.

(d) Meetings. Meet at least quarterly at the call of the County Chair or the call of one-third of its voting members, at which the quorum to conduct business at any meeting shall be 25 percent of the voting members of the Committee unless the County Plan of Organization requires a greater percentage.

(e) Cooperation. Cooperate with the Congressional District and State Executive Committees in all elections and Party activities.

(f) Candidates. Encourage qualified candidates for office within the county.

(g) Budget. Adopt an annual budget.

(h) Board of Elections. Recommend nominees to the State Chair for appointment to the County Board of Elections in accordance with Section 9-502.

(i) Nominations. Ratify or reject Members nominated by the County Chair as the General Counsel, County Finance Chair, and Election Integrity Officer, and as members of the Credentials Committee.

(j) Inconsistent County Plan. Amend the County Plan whenever it is not consistent with the State Plan.

(k) Fill Vacancies in County Offices. After conducting a meeting reasonably calculated to be fair to all potential candidates, recommend a nominee to the appropriate governmental authority to complete the unexpired term of any county public official who no longer holds an office, as permitted by law.

(l) Replacement of Republican Nominee. Fill the vacancy created by a Republican nominee for a county office dying, resigning, or becoming disqualified or ineligible to run before the general election.

Section 4-302. Committees.

(a) The Executive Board. The County Plan of Organization may create an Executive Board consisting of the County Officers for the purpose of exercising the County Executive Committee's management function between the meetings of the Committee.

(b) Optional Committees.

(1) Finance Committee. The County Chair or County Plan of Organization may create a Finance Committee that has active management of the fund-raising efforts within the county and cooperate, as needed, with the Congressional District and State Finance Committees.

(2) Auditing Committee. The County Chair or County Plan of Organization may create an Auditing Committee which shall conduct an annual review of the financial records of the County Party and report the results of its review and any recommendations to the County Executive Committee.

(c) The Election Integrity Committee. The Election Integrity Committee shall consist of the Committee's Chair and such other members as the County Chair may appoint. The Committee's Chair shall be the County General Counsel, if any, otherwise another Member familiar with election procedures. The Committee shall be responsible for identifying and eliminating election fraud and maintaining trained and qualified election observers in every precinct. In addition, the Committee shall monitor the canvassing of votes by the Board of Elections and shall challenge any votes believed to have been improperly cast.

(d) Other Committees. The County Chair may create, charge, and appoint members to other committees deemed necessary or appropriate to conduct the business of the Party.

4. Officers.

Section 4-401. Duties of the Officers.

In addition to the duties assigned to them elsewhere in this Plan, the County Officers shall have the duties set forth in Sections 4-402 through 4-407.

Section 4-402. Chair.

The Chair shall have the duties listed below.

(a) **Supervision.** Have general supervision of the affairs of the Party within the county.

(b) **Party Organization.** With the assistance of the Precinct Committees, create and maintain an active Republican organization in every precinct within the county.

(c) **Strategic Plan.** Propose and present to the County Executive Committee at its first meeting after the Convention held in an odd-numbered year a strategic plan containing achievable goals for the County Party.

(d) **Appointments.** Nominate or appoint Members as provided in this Article.

(e) **Meetings.** Call and preside at meetings of the County Executive Committee and any Executive Board established by the County Plan of Organization.

(f) **Call.** Issue the call for the Annual Precinct Meetings as provided in Section 3-301 and the County Convention as provided in Section 8-101.

(g) **Reports.** Make periodic reports on the status of the County Party to the Chairs of each congressional district within the county.

(h) **Other Duties.** Perform such other duties as may be assigned by the County, Congressional District, or State Executive Committees.

Section 4-403. Vice-Chair.

The Vice-Chair shall act as Chair in the absence of the Chair and shall perform such other duties as may be assigned by the Chair or County Executive Committee. Further, if the Chair has not issued the calls described in Section 4-402(f) by January 25th of any year, the Vice-Chair shall issue those calls.

Section 4-404. Secretary.

The Secretary shall keep all minutes and records of Executive Committee meetings, shall maintain a roster of all Precinct and Executive Committee members, and shall furnish upon request lists of those members to both the State Party and to each Congressional District Party within the county.

Section 4-405. Treasurer. The Treasurer shall receive and disburse funds, make a financial report at each meeting of the County Executive Committee, and fulfill all duties imposed upon the treasurer of a political organization under federal and state law. Further, the Treasurer shall serve as a resource for members of the Precinct Committees and the Executive Committee with respect to the campaign finance rules.

Section 4-406. General Counsel.

The General Counsel shall be a lawyer licensed in North Carolina who shall provide parliamentary advice, general legal advice that is not inconsistent with the advice of the State General Counsel, and who shall serve as the Election Integrity Officer of the County Party.

Section 4-407. Finance Chair.

The Finance Chair shall preside over the Finance Committee, if created under Section 4-302(b)(1), and shall be primarily responsible for the fund-raising efforts of the County Party.

ARTICLE FIVE – STATE SENATORIAL, STATE HOUSE, AND JUDICIAL DISTRICTS

1. District Executive Committees

Section 5-101. Purpose of the District Executive Committees.

If the seat of a member of the General Assembly is vacated, the appropriate Executive Committee of the political party with which the member was affiliated when elected may replace that member. In addition, the appropriate Executive Committee may replace a nominee for certain offices if that nominee dies, resigns, or becomes disqualified or otherwise ineligible before the ensuing general election. The purpose of this Article is to create standing Executive Committees to exercise these functions in State Senatorial, House, and Judicial Districts. Provisions relating to these functions in counties and congressional districts can be found in Section 4-301(k) and (l) and Section 6-202(e). In addition to these functions, the Committees, when necessary, shall encourage qualified candidates for office within their respective districts in order that the Party may contest every office.

Section 5-102. Establishment of District Executive Committees.

There shall be an Executive Committee for each State Senatorial district, State House of Representatives district, and Judicial district.

Section 5-103. Membership.

(a) In General. The voting members of the County Executive Committees serving from time to time shall be automatically nominated as members of the State Senate, State House, and Judicial District Executive Committees created for those districts in which they reside.

(b) No Representation. The County Chair of a county comprising a State Senate, State House, or Judicial District which has no County Executive Committee member residing in that district shall nominate to the District Executive Committee a Member who resides in the district.

(c) Approval. The nomination of members of the District Executive Committees under subsections (a) and (b) shall be subject to approval by their respective County Executive Committees. The nomination of those members shall be deemed to have been ratified by a County Executive Committee if the Committee has not considered the nominations at the time those members are required to act.

2. Replacement of a Member of the General Assembly.

Section 5-201. Replacement of a Republican Member of the General Assembly.

If, for any reason, the seat of a member of the General Assembly, who was affiliated with the Republican Party at the time he or she was elected, is vacated, the State Senatorial District Executive Committee or the State House of Representatives District Executive Committee for the member's district, as the case may be, shall recommend to the Governor a replacement for the member whose seat is vacated.

Section 5-202. Voting.

Each member of the District Executive Committee may vote for the nominee of his or her choice as set forth in this Section.

(a) Single County. If the State Senatorial district or State House of Representatives district is either contiguous with or wholly within the county, the members of that District Executive Committee shall each have one vote.

(b) Multicounty. If, however, the district encompasses more than one county, voting shall be weighted among those counties in accordance with North Carolina law.

Section 5-203. Reporting.

The Secretary of the District Executive Committee shall report the recommendation of the Committee to the Governor and the leader of the Senate or House of Representatives, as the case may be.

3. Filling a Vacancy between a Primary and General Election.

Section 5-301. Replacement of a Republican Nominee.

If the nominee of the Republican Party for the office of State Senate, State House of Representatives, Judge of the Superior Court or the District Court, or District Attorney shall die, resign, or become disqualified or ineligible to run before the general election, the appropriate District Executive Committee shall fill the vacancy.

Section 5-302. Voting

Unless North Carolina otherwise provides, each member of any District Executive Committee may vote for the nominee of his or her choice as set forth in this Section.

(a) Single County. If the district is either contiguous with or wholly within the county, the members of that District Executive Committee shall each have one vote.

(b) Multicounty. If, however, the district encompasses more than one county, voting shall be weighted among the counties in accordance with the number of registered Republicans in each county.

Section 5-303. Reporting.

The Secretary of the District Executive Committee shall certify the name of the nominee to the Chairman of the State Board of Elections or County Board of Elections having jurisdiction over the ballot item.

4. Officers.

Section 5-401. Election of Officers.

Upon formation of a District Executive Committee or upon redistricting, the Chair of (i) the County in which the district is wholly within or (ii) the County having the greatest number of registered Republicans within the District, as the case may be, shall designate a member of the District Executive Committee to preside over the Committee's election of a Chair and Secretary.

Section 5-402. Call of Meeting.

Whenever it becomes necessary for a District Executive Committee created under this Article to meet, any one of the Committee Chair, Chair of a county within the district, the Congressional District Chair, or the State Chair may call the meeting by notice to the members of the Committee informing them of the time and place of the meeting. The notice requirement contained in Section 9-210 shall not apply if North Carolina law requires the Committee to act within 10 days of the call of the meeting.

ARTICLE SIX – CONGRESSIONAL DISTRICT ORGANIZATION

1. Purpose

Section 6-101. Purpose.

In addition to electing the Republican nominee for the office of Representative in Congress, the purpose of the Congressional District organization is to support the County Parties within the district, first, by providing a forum for the members of the District Executive Committee (i) to exchange ideas and information and (ii) to discuss problems encountered and solutions achieved in order to improve the

efficiency and effectiveness of the County Parties and, second, by keeping the State Party informed of the needs of individual County Parties.

2. District Organization.

Section 6-201. Membership.

The individuals listed below shall constitute the District Executive Committee.

(a) District Officers. The District Chair, Vice-Chair, Secretary, and Treasurer.

(b) County Officers. The Chair and Vice-Chair of each county or portion of a county within the district even if they do not reside in the district.

(c) Appointed Officials. The District Finance Chair and General Counsel.

(d) Committee Members. The At Large Committee members elected at the Congressional District Convention or filled in accordance with Section 8-203(b)(4).

(e) Additional Members. Such additional Officers and other members as provided in the District Plan of Organization who are elected at the District Convention.

Section 6-202. Duties.

The Committee shall perform the duties set forth in this Section.

(a) Management. Manage the affairs of the District Party.

(b) Support County Parties. In order to build stronger County Parties, the Committee shall from time to time elicit from its members a report of their respective County's activities and needs, including successes and frustrations. In response, Committee members should suggest best practices designed to improve all County Parties. In doing so, however, the Committee should remain aware that the different County Parties do not have identical resources and that suggestions should be tailored to the limitations faced by each Party.

(c) Meetings. The Committee shall meet at least each calendar quarter at the call of the District Chair or the call of one-third of its voting members. Unless the District Plan of Organization requires a greater percentage, a quorum to conduct business at any meeting shall be 25 percent of the members of the Committee.

(d) Budget. The Committee shall adopt an annual budget.

(e) Replacement of Republican Nominee. The Committee shall fill the vacancy created by a Republican nominee for Representative in Congress dying, resigning, or becoming disqualified or ineligible to run before the general election.

(f) In general. The Committee shall work for the election of the Republican candidate for Representative in Congress as well as other Republican candidates running in the district. In addition, the Committee shall cooperate with the State Party.

Section 6-203. Limitation on Authority.

The Committee shall not exercise control over the operation of any County Party.

3. Officers.

Section 6-301. The Chair.

In addition to the duties imposed on a District Chair serving on the State Operating Committee and Executive Committee, the Chair shall have the duties set forth in this Section.

(a) Meetings. Preside at all meetings of the District Executive Committee.

(b) Party Organization. In accordance with Section 6-202(b), facilitate among Committee members discussions relating to the improvement of the organization of individual County Parties and, in this connection, develop a list of suggested best practices for those Parties. Further, without limiting the authority of any County Party within the district, (i) support and advise those Parties in establishing effective Republican County and Precinct organizations and (ii) identify and indicate to affected county Parties any conflict in scheduling or activities among them.

(c) Unorganized Counties. Be responsible for the reconstitution of any County Party that becomes unorganized.

(d) Reports. Make periodic reports to the Operating Committee of the status of County Parties and confirm that any assistance needed by a County Party has been provided.

(e) Convention. Issue the call for the annual Congressional District Convention and, if the Officers of a County Party within the district have not called the Annual Precinct Meetings or the County Convention by February 1st of any year, issue the call for those Meetings and Convention in accordance with Section 8-101.

(f) Appointment of Officials. Appoint the District General Counsel and Finance Chair.

(g) Standing Committee Appointments. Appoint the Members of the Standing Committees as provided in Section 7-505.

(h) Other Duties. Perform such other duties as may be assigned by the State Chair, Operating Committee, State Executive Committee, or Congressional District Executive Committee.

Section 6-302. The Vice-Chair.

The Vice-Chair shall act as Chair in the absence of the Chair and shall perform such other duties as may be assigned by the Chair or District Executive Committee.

Section 6-303. Secretary.

The Secretary shall keep all minutes and records of Executive Committee meetings and shall maintain a roster of all District Executive Committee members and of all Precinct and County Executive Committee members within the district. When requested, the Secretary shall distribute to County Officers a current list of all County Officers, including their contact information, within the district.

Section 6-304. Treasurer.

The Treasurer of a Multi-County District shall receive and disburse funds, make a financial report at each meeting of the District Executive Committee, propose an annual budget to the Committee, and fulfill all duties imposed upon the treasurer of a political organization under federal and state law.

Section 6-305. General Counsel.

The General Counsel shall be a lawyer licensed in North Carolina (i) who shall provide parliamentary advice and general legal advice that is not inconsistent with the advice of the State General Counsel and (ii) who shall serve as the chief Election Integrity Officer of the District Party.

Section 6-306. Finance Chair.

The Finance Chair shall render advice to the Finance Chairs and others engaged in fund-raising on behalf of the County Parties within the district.

4. Redistricting.

Section 6-401. Policy with Respect to Redistricting.

It is the policy of the Party that in any year when the Congressional District maps are subject to legislative or judicial change, (i) any transition of the Congressional District organizations from the existing districts to new ones take place in an orderly manner and (ii) the Party be prepared to conduct successful campaigns for all U. S. House seats in the state.

Section 6-402. Congressional District Conventions in Redistricting Years.

The call of the Congressional District Conventions shall not be affected by the possibility or likelihood that the Congressional District maps will change after the call. Further, the Conventions will take place in the month of April as provided in Section 8-201. The election of Officers and At Large Committee members in odd-numbered years, the election of Delegates to the National Convention and Presidential electors in Presidential Election Years, and the appointment of members of the Standing Committees by the District Chair shall not be affected by actual or potential changes to the maps after the call.

Section 6-403. Call of New District Executive Committee Organizational Meetings.

The State Chair shall call an organizational meeting of each new Congressional District Executive Committee as soon as he or she has determined that new congressional district maps are not likely to change before the next general election.

Section 6-404. Membership of New Committees.

(a) County Officers and Members. The County Chairs and Vice-Chairs of each county or portion of a county within the new district, even if they do not reside in the district, and the At Large Committee members who reside in the new district and who were elected at a Congressional District Convention held in an odd-numbered year shall be members of the new Congressional District Executive Committees.

(b) District Chair. A District Chair who was serving immediately prior to the finalization of the new congressional district maps shall also serve as the District Chair of a new district if a majority of the registered Republicans in the new district in which he or she resides were also residents of the Chair's prior district.

Section 6-405. Survival of Plan of Organization of Prior District.

If a majority of the registered Republicans in a new congressional district were also members of the same prior congressional district, the Plan of Organization of the prior District shall govern the organization of the new District.

Section 6-406. Organizational Meeting of the New Congressional District Executive Committee.

(a) Chair. The District Chair entitled to serve under Section 6-404(b), if any, otherwise the Chair of the county having the greatest number of registered Republicans in the district shall preside at the organizational meeting.

(b) Attendees. In addition to the members of the new Committee, anyone residing in the new district who was an elected or appointed Officer of any Congressional District Organization immediately prior to the finalization of the congressional district maps shall be invited to attend the organizational meeting and may be nominated to any office to be filled at that meeting.

(c) Action. Except for a District Chair entitled to serve under Section 6-404(b), the Committee shall elect the District Officers who ordinarily would be elected at a District Convention to serve for a term that ends upon the adjournment of the next District Convention held in an odd-numbered year.

Section 6-407. Appointed Positions.

(a) Appointed Officers. Following the organizational meeting described in Section 6-406, the District Chair shall appoint the District Finance Chair and General Counsel.

(b) Standing Committee Members. The members of all Standing Committees appointed by District Chairs shall continue to be members of those Committees even if more than one of them resides in the same new congressional district.

ARTICLE SEVEN – STATE ORGANIZATION

1. The State Executive Committee

Section 7-101. Role of the State Executive Committee.

The State Executive Committee is the governing body of the Party.

Section 7-102. Members.

The State Executive Committee shall consist of two classes of members, being (i) the State, District, and County Party members, and (ii) ex officio members.

(a) State, District, and County Party Members. The members listed in this subsection shall comprise the State, District, and County Party members.

(1) State Officers. The State Chair, Vice-Chair, Secretary, Treasurer, General Counsel, Finance Chair, National Committeeman, and National Committeewoman.

(2) Chairs. The Congressional District and County Chairs.

(3) At Large Committee Members. The At Large Committee members elected at a Congressional District Convention held in an odd-numbered year.

(4) Standing Committee Chairs. The Chairs of the Standing Committees of the State Party described in Section 7-505(a).

(b) Ex Officio Members. The members of the entities listed in this subsection shall comprise the ex officio members.

(1) Elected Officials. The Republican members of the North Carolina delegation to the United States Congress, the Council of State, and the General Assembly.

(2) Affiliate Leaders. The Chairs or Presidents of the Affiliated Republican Organizations, being (i) the North Carolina Federation of Republican Women, (ii) the North Carolina Federation of Republican Men, (iii) the North Carolina Federation of Young Republicans, (iv) the North Carolina Federation of College Republicans, (v) the North Carolina Federation of Teenage Republicans, (vi) the Frederick Douglass Foundation of North Carolina, (vii) the North Carolina Chapter of the Republican National Hispanic Assembly, and (viii) the District and County Officers Association of the North Carolina Republican Party.

Section 7-103. Substituted Voting Members.

If the State Secretary, Treasurer, General Counsel, Finance Chair, a Congressional District Chair, a County Chair, or the Chair or President of an Affiliated Republican Organization is not present at a State Executive Committee meeting, the Assistant Secretary, Assistant Treasurer, Assistant General Counsel, Assistant Finance Chair, the Vice-Chair of the Congressional District Party, the Vice-Chair of the County Party, and the Vice-Chair or Vice-President of that Affiliated Republican Organization, respectively, may act as a voting member of the Committee in the place of the absent Officer.

Section 7-104. Meetings.

(a) Regular Meetings. The State Executive Committee shall meet at the same location as, and on the day following the adjournment of, the annual State Convention. It shall also meet during the last month of the other calendar quarters at the call of the State Chair. The order of business at each Regular Meeting shall include (i) the approval of the minutes of the prior meeting, (ii) receipt of reports from the

State Chair, the Finance Chair, members representing the Affiliated Republican Organizations, and the Chairs of the Standing Committees, (iii) any special matters proposed by the State Chair in the call of the meeting, (iv) old business, and (v) new business.

(b) Special Meetings. Special Meetings of the State Executive Committee may be called by the State Chair, one-third of the members of the Operating Committee, or one-third of the voting members of the Executive Committee. The Chair or others issuing the call of a Special Meeting shall set forth the purpose of the meeting, and any action taken at the Special Meeting shall be limited to that purpose.

(c) Location. Meetings of the State Executive Committee shall be held in the central part of the state. This requirement, however, shall not apply to the meeting held in conjunction with and at the same location as the State Convention. Further, if, because of unexpected circumstances, an appropriate facility is not available in the central part of the state, the Operating Committee may choose a suitable convenient location for the State Executive Committee meeting.

Section 7-105. Voting.

(a) Party Policy. In order to create a more efficient organization, the Party has reduced the number of State, District, and County Party members of the State Executive Committee. At the same time, it has retained the same number of ex officio members who previously constituted approximately 15 percent of the Committee. The Party adopts the rules contained in this Section in order to maintain the voting power previously enjoyed by the State, District, and County Party members and the ex officio members, respectively.

(b) In General. Except as provided in this Section, all members of the State Executive Committee shall have one vote at meetings of the Committee.

(c) Ex Officio Members. If the number of ex officio members present at a State Executive Committee meeting exceeds 15 percent of all members present, then each ex officio member shall have a reduced vote at that meeting equal to the quotient of (i) 15 percent of all members present divided by (ii) the number of ex officio members present.

Section 7-106. Quorum.

Twenty percent of the members of the State Executive Committee must be present in order for the Committee to convene. A quorum of 50 percent of the members present at the convening of the meeting must be maintained in order to conduct the business of the Committee. For this purpose, a substitute voting member shall be treated as a voting member when present and acting in the place of an absent member.

Section 7-107. Duties of the Committee.

The State Executive Committee shall have the following duties.

(a) Policy. Formulate policies to be implemented by the Operating Committee.

(b) Budget. Annually approve, approve with modifications, or disapprove the two-year budget presented to it by the Operating Committee at the meeting held in conjunction with the State Convention, and if the Committee fails to adopt a budget, the budget that was most recently approved shall remain in effect for the year beginning on the following July 1.

(c) Elect Officers. At the meeting held in conjunction with the State Convention in an odd-numbered year, elect a Secretary and an Assistant Secretary, a Treasurer and an Assistant Treasurer, a General Counsel and an Assistant General Counsel, all of whom shall serve until the adjournment of the next State Convention held in an odd-numbered year or, if later, until their successors are elected.

(d) Reports. Receive status reports from the State Chair and the Chairs of the Finance Committee and the Standing Committees and make any recommendations it deems appropriate.

(e) Strategic Plan. Approve, or approve with recommendations, a strategic plan containing achievable goals for the State Party as presented by the State Chair at the Committee's September Regular Meeting in an odd-numbered year and review the progress made at each subsequent Regular Meeting.

(f) Discipline. Preside over any disciplinary matter assigned to it in accordance with Section 9-307.

(g) Delegate authority. Authorize the Operating Committee or others to act on its behalf.

2. The Operating Committee.

Section 7-201. Voting Members.

The voting members of the Operating Committee shall consist of the State Chair, Vice-Chair, Secretary, Treasurer, General Counsel, Finance Chair, National Committeeman, National Committeewoman, the Congressional District Chairs, the Republican Joint Caucus Leader of the North Carolina General Assembly, and the Chairs or Presidents of those Affiliated Republican Organizations described in Section 7-102(b)(2).

Section 7-202. Non-voting Members.

The Operating Committee shall also consist of the following non-voting members.

(a) State Officers. The State Assistant Secretary, Assistant Treasurer, Assistant General Counsel, and Assistant Finance Chair.

(b) District Vice-Chairs. The Congressional District Vice-Chairs.

Section 7-203. Substitute Voting Members.

If the State Secretary, Treasurer, General Counsel, Finance Chair, a Congressional District Chair, or the Chair or President of an Affiliated Republican Organization is not present at an Operating Committee meeting, the Assistant Secretary, Assistant Treasurer, Assistant General Counsel, Assistant Finance Chair, Vice-Chair of the Congressional District, or the Vice Chair or Vice President of the Affiliated Republican Organization, respectively, may act as a voting member of the Committee in the place of the absent Officer.

Section 7-204. Meetings.

The Operating Committee shall meet at least once every other month upon the call of the State Chair or one-third of the Committee's voting members. A quorum for conducting business shall be 25 percent of the voting members. For this purpose, a substitute voting member shall be treated as a voting member when present and acting in the place of an absent member.

Section 7-205. Duties of the Committee.

The Operating Committee shall have the duties set forth in this Section.

(a) Party Organization. Be ultimately responsible for the creation and maintenance of effective Republican organizations throughout the state.

(b) Arbitration Committee. Appoint the members of the Arbitration Committee as provided in Section 7-501.

(c) Other Appointments. Appoint committees to conduct Party affairs as it deems necessary.

(d) Headquarters and Staff. (i) Employ an Executive Director who, among other things, will be responsible for hiring staff members, (ii) receive the recommendations of the Personnel Committee and approve the compensation of employees, and (iii) provide a Headquarters in or near Raleigh.

(e) Financial. Formulate fiscal policy, establish financial goals, and prior to the convening of each State Convention prepare a two-year budget for the period beginning July 1, showing anticipated monthly and cumulative categorized revenue, expenses, and cash flow, to be presented to the State Executive Committee at a meeting to be held in conjunction with the State Convention.

(f) Strategic Plan. Review and make recommendations from time to time with respect to the strategic plan prepared by the State Chair.

(g) Conventions. Set the date for the State Convention and, when necessary, the dates of other Conventions.

(h) Reports. Keep accurate records of its proceedings and through the State Chair make periodic reports of its activities to the State Executive Committee.

(i) Other Duties. Perform such other duties as may be assigned by the State Executive Committee.

3. State Officers.

Section 7-301. The Chair.

The Chair shall have the following duties.

(a) Supervision. Have general supervision of the affairs of the Party.

(b) Preside. Preside over the meetings of the Operating Committee and State Executive Committee.

(c) Fund-raiser. Be the primary fund-raiser for the Party.

(d) Strategic Plan. Propose and present to the State Executive Committee at its September regular meeting held in an odd-numbered year a strategic plan containing achievable goals for the State Party.

(e) Appointments. Appoint the Finance Chair, the Assistant Finance Chair, and three members of the Auditing Committee.

(f) County Boards of Elections. Recommend Members to serve on the county Boards of Elections.

(g) Standing and Convention Committees. Appoint three members of each Standing Committee and each Convention Committee and designate from their membership the Chair of each of those Committees.

(h) Delegation. Enlist the aid of the Congressional District Chairs in carrying out the duty of overseeing the operation of the Party.

(i) Other Duties. Perform other duties assigned to the Chair by the Operating Committee or Executive Committee.

Section 7-302. The Vice-Chair.

The Vice-Chair shall act as Chair in the absence of the Chair and shall perform such other duties as may be assigned by the Chair, the Operating Committee, or State Executive Committee. In addition, the Vice-Chair shall keep the National Committeeman and National Committeewoman informed of State Party matters.

Section 7-303. The National Committeeman and National Committeewoman.

The National Committeeman and National Committeewoman shall keep the Operating Committee and State Executive Committee informed of National Party matters.

Section 7-304. The Secretary and the Assistant Secretary.

The Secretary shall keep the minutes of all Operating Committee meetings and State Executive Committee meetings and maintain the records of the Party. The Assistant Secretary shall assist the Secretary in these duties and shall act as Secretary in the absence of the Secretary.

Section 7-305. The Treasurer and the Assistant Treasurer.

The Treasurer shall be bonded at the expense of the State Party in an amount determined by the Operating Committee. The Treasurer shall also receive and disburse all funds of the State Party, make a financial report at each meeting of the Operating Committee and State Executive Committee in such detail as required by those Committees, and fulfill all duties imposed upon the treasurer of a political organization under federal and state law. The Assistant Treasurer shall assist the Treasurer in these duties and shall act as Treasurer in the absence of the Treasurer.

Section 7-306. The General Counsel and Assistant General Counsel.

The General Counsel shall advise the Operating Committee and State Executive Committee on legal matters and shall act as parliamentarian at the meetings of the Committees. The Assistant General Counsel shall assist the General Counsel in these duties and shall act as General Counsel in the absence of the General Counsel. Further, the Assistant General Counsel shall act as the Party's chief Election Integrity Officer and shall, in conjunction with the District and County General Counsels, work to identify and eliminate election fraud by, among other things, building a team of trained election observers in each precinct of the state.

Section 7-307. The Finance Chair.

The Finance Chair shall preside at all meetings of the Finance Committee and shall make reports at each meeting of the Operating Committee and State Executive Committee.

4. Vacancies and Removals.

Section 7-401. Vacancies.

A vacancy shall occur upon the death, resignation, inability to act, removal, or ineligibility to serve of a State Officer or State Executive Committee member, at which time the position of the Officer or member, including a member's position on the Operating Committee, shall be filled in accordance with the following subsections.

(a) Chair. The Vice-Chair shall call a Special Meeting of the State Executive Committee to be held within 60 days after the office of the Chair becomes vacant for the purpose of electing a new Chair. During the interim, the Vice-Chair shall act as temporary Chair. In the absence of the Vice-Chair, the Secretary shall fulfill these functions.

(b) Vice-Chair. The Chair shall call a meeting of the State Executive Committee to be held within 60 days after the office of the Vice-Chair becomes vacant for the purpose of electing a new Vice-Chair. During the interim, the Secretary, if available, otherwise the Treasurer shall act as temporary Vice-Chair.

(c) Other Officers. The State Executive Committee shall fill any vacancy in any other elected office at its meeting next occurring after the vacancy. During the interim, the Assistant Officer shall temporarily act as Secretary, Treasurer, or General Counsel, as the case may be. In filling a vacancy in the office of National Committeeman or National Committeewoman, the State Executive Committee shall comply with any additional requirements contained in the Rules of the Republican Party as adopted by the Republican National Convention or amended by the Republican National Committee.

(d) Appointed Officers. The Chair shall appoint a new Finance Chair or Assistant Finance Chair.

(e) District and County Officers. If the position of an Operating Committee member or State Executive Committee member, who serves by reason of being elected to a District or County office,

becomes vacant, that position shall be filled by the District or County Executive Committee, as the case may be, in accordance with the District or County's Plan of Organization, if any, otherwise in accordance with this Plan.

(f) At Large Committee members. If the position of an At Large Committee member on the State Executive Committee becomes vacant, that position shall be filled in accordance with Section 8-203(b)(4).

(g) Affiliated Organization. If the position of a State Executive Committee member who serves by reason of holding an office in an Affiliated Republican Organization becomes vacant, that position shall be filled by the Organization in accordance with its governing instrument.

Section 7-402. Removal.

In addition to being subject to the removal provisions contained in Sections 9-301, et seq., (i) a Congressional District Chair or County Chair who is absent from three consecutive State Executive Committee meetings without being replaced at a meeting by a substitute voting member and (ii) an At Large Committee member who is absent from three consecutive State Executive Committee meetings, shall be removed automatically.

5. Other Committees.

Section 7-501. The Arbitration Committee.

(a) The Committee. There shall be an Arbitration Committee responsible for resolving matters described in subsection (e) and consisting of seven members of the State Executive Committee who are appointed by the Operating Committee.

(b) Term of Office. The members of the Committee shall serve for a term beginning on the date of their respective appointments following the State Convention held in an odd-numbered year and ending on the selection of their successors following the next State Convention held in an odd-numbered year.

(c) Members. The members of the Committee shall be selected from those who have knowledge of the operations of the Party and shall include at least one County Chair, District Chair, licensed attorney, and a member of the Plan of Organization Committee. These requirements may be satisfied by a member who qualifies in more than one capacity.

(d) Organization. The Committee shall meet following its formation and shall elect a Chair and a Secretary. The Secretary shall keep accurate records of the matters coming before the Committee.

(e) Jurisdiction. The Committee shall (i) resolve disputes among different elements of the Party; and (ii) notwithstanding the provisions of Section 9-301 et seq., take action, including removing an Officer or Committee member, necessary to ensure that the Party or any of its constituent organizations comply with federal or state law and with this Plan.

(f) Conduct. A Committee member shall disclose to the Committee if and how he or she is involved with the disputed matter, whether directly or indirectly, and shall not take part in the Committee's proceedings if he or she is a party to or would be affected by the resolution of the matter. Except to the extent disclosed in the Committee's written ruling or by the Operating Committee, all Arbitration Committee members are expected to keep confidential the details of the matters considered by the Committee.

(g) Procedure. Within 60 days of a matter within the Committee's jurisdiction being brought to the Committee's attention, and after providing any affected Member with an opportunity to be heard, it shall issue a written ruling resolving the matter in as equitable and least disruptive manner possible. Copies of the ruling shall be provided to the parties involved and to the members of the Operating Committee. Anyone adversely affected by the ruling may appeal the Committee's decision within 15

days of his or her receipt of the ruling to the Operating Committee which shall consider and finally adjudicate the matter at its next regularly scheduled meeting. The Operating Committee shall not publish the Committee's ruling or the results of any appeal unless it decides that it is in the best interest of the Party to do so.

Section 7-502. The Personnel Committee.

(a) The Committee. There shall be a Personnel Committee responsible for the duties described in this Section and consisting of three members of the Operating Committee and two members of the State Executive Committee who are not also members of the Operating Committee.

(b) Term of Office. The members of the Committee shall be elected by the Operating Committee no later than September 30 in an odd-numbered year and shall serve for a term of two years or until their successors are elected. No member of the Committee shall serve for more than two consecutive terms.

(c) Organization. The Operating Committee shall designate a Chair and Secretary of the Committee.

(d) Mission. The Committee shall develop and implement personnel policy; produce a policy handbook; conduct an annual performance review of all employees of the Party; make recommendations to the Operating Committee concerning the compensation and continued employment of staff members; and carry out such additional related responsibilities assigned to it by the Operating Committee or the State Executive Committee.

Section 7-503. The Finance Committee.

(a) Members. The Finance Committee shall consist of the Finance Chair, the State Chair, and the Chairs of the Congressional District Finance Committees.

(b) Mission. The Committee shall develop and implement a united fund-raising effort to finance the general election campaigns and the business of the Party.

(c) Prohibition. Neither the Committee or any of its members shall raise or collect funds for the benefit of any candidate running in a contested Republican primary.

Section 7-504. The Auditing Committee.

The Auditing Committee shall conduct an annual review of the financial records of the State Party and shall report the results of its review and any recommendations to the Operating Committee. The Committee shall conduct a full audit at least once every four years.

Section 7-505. The Standing Committees and Convention Committees.

(a) Standing Committees. There shall be three Standing Committees of the State Party, being (i) the Plan of Organization Committee, (ii) the Platform Committee, and (iii) the Resolutions Committee. The mission of each of these Committees is set forth in Sections 7-507 through 7-509 below.

(b) Convention Committees. There shall be two Convention Committees for each State Convention, being (i) the Credentials Committee and (ii) the Rules Committee. The mission of each of these committees is set forth in Sections 7-510 and 7-511 below. In addition, there shall be a National Convention Selection Committee for each State Convention held in a presidential election year. Its mission is set forth in Section 7-506.

(c) Common Provisions. In addition to the provisions contained in Section 7-512, the State Chair shall appoint three members and the Congressional District Chairs shall appoint one member to each of the Standing Committees and the Credentials and Rules Committees after the State Convention held in an odd-numbered year and before September 1st of that year. When a Committee is fully formed, the State Chair shall designate its Chair. The Committees shall remain in existence until the adjournment

of the next State Convention held in an odd-numbered year. If a vacancy occurs in a Committee, the State Chair or Congressional District Chair, as the case may be, shall appoint a replacement.

Section 7-506. The National Convention Selection Committee.

The duties of the National Convention Selection Committee are set forth in Section 8-402. The provisions of Section 7-512 also apply to the Committee. The National Committeeman and the National Committeewoman shall be members of the Committee. The State Chair shall appoint three additional members and the Congressional District Chairs shall appoint one member to the Committee within 30 days following the adjournment of the State Convention in the year preceding a presidential election year. When the Committee is fully formed, the State Chair shall designate its Chair. The Committee shall remain in existence until its duties have been performed and the State Chair discharges it. If a vacancy occurs in the Committee, the State Chair or Congressional District Chair, as the case may be, shall appoint a replacement.

Section 7-507. The Plan of Organization Committee.

(a) Mission. In addition to the provisions of ARTICLE TWO, the Plan of Organization Committee shall propose for adoption by the State Convention amendments to the Plan which it deems necessary or advisable. The Committee may consider suggestions made by Members and by the State Executive Committee.

(b) Final Authority. The Committee is the final interpretative body concerning questions relating to (i) the State Plan of Organization, (ii) the determination of a conflict between the State Plan and any County or District Plan, and (iii) parliamentary procedure. In this connection, however, any question that implicates state or federal law shall be referred to the General Counsel.

(c) Procedure. Questions raised under clause (i) of subsection (b) shall first be referred to the Chair of the Plan of Organization Committee and the General Counsel for decision. If they cannot agree or if either of them so chooses, the matter shall be referred to the full Plan of Organization Committee. Any decision made by the Chair of the Plan of Organization Committee and the General Counsel may be appealed within 30 days to the full Plan of Organization Committee.

Section 7-508. The Platform Committee.

The Platform Committee shall propose for adoption by each State Convention a current Platform setting forth the principles of the Republican Party. The Committee may consider suggestions made by Members and by the State Executive Committee.

Section 7-509. The Resolutions Committee.

The Resolutions Committee shall propose for adoption by each State Convention resolutions affirming the Party's position on relevant current political, legislative, moral, social, and other similar issues. Prior to a Convention, the Committee may consider concepts submitted by members of the Committee, adopted by District or County Conventions, or suggested by Members. The Committee is responsible for combining similar resolutions and refining their language. Resolutions inconsistent with this Plan, containing personal attacks, or considered tasteless by the Committee shall not be submitted to the Convention. Any proposed resolutions submitted to the State Convention by the Committee or in accordance with Section 8-303(b) and which are not considered by the State Convention may be adopted by the State Executive Committee.

Section 7-510. The Credentials Committee.

(a) Challenges. The Credentials Committee shall determine that all Delegates and Alternates to the State Convention are eligible to serve and were duly elected. The Committee or any Member may challenge an individual's right to be a Delegate or an Alternate. The Committee shall investigate the

matter by interviewing the challenged individual and other relevant individuals and by examining pertinent documents, after which it shall make a decision.

(b) Reports. The Committee shall report during each session of the Convention the number of Delegates from each county who were duly elected at the County Convention and the number of them present and entitled to vote at the Convention, the names of Alternates entitled to replace Delegates who are not present at the Convention, and, for purposes of determining the number of Delegates constituting a quorum, the total number of Delegates present. The Committee shall resolve all issues raised by a County delegation claiming to have more Delegates on the floor than the number reported by the Committee at any business session of the Convention at which paper ballots will be used.

Section 7-511. The Rules Committee.

The Rules Committee shall propose rules that are consistent with this Plan and that will facilitate a fair, open, and efficient State Convention. The Committee may consider suggestions made by Members and by the State Executive Committee.

Section 7-512. Provisions Common to the Standing, Convention, and National Convention Selection Committees.

(a) Notice. Each Standing and Convention Committee, and the National Convention Selection Committee in presidential years, shall post its report on the Party website at least 30 days prior to the Convention.

(b) Change of Residence. Except as provided in Section 6-407(b), a member who no longer resides in the district from which he or she was appointed shall be replaced by a new member appointed by the District Chair and shall serve for the remainder of the term of the former member.

(c) Meetings. Committee meetings may be called by its Chair or one-third of its members. Twenty-five percent of the members shall constitute a quorum to conduct business.

ARTICLE EIGHT – CONVENTIONS.

1. County Conventions.

Section 8-101. Call of Convention.

In accordance with Section 4-402, on or before January 20th of each year, the County Chair shall call an annual Convention to be held at a suitable location within the county, during the month of March, at least 10 days prior to the scheduled District Convention or Conventions in which Delegates from the County Party are entitled to participate. At the same time the Chair shall give notice of the Convention (i) to all Precinct Committee members and (ii) to the Members by both a post on the County's website and an electronic message to as many of them as practicable. If the County Chair fails to issue the call by January 25th, the Vice-Chair shall do so. Whoever calls the Convention shall notify the Chairs of the Congressional Districts within the county and the State Executive Director of its date, time, and location. If the Convention is not called by February 1st, the Chair of the Congressional District having the greatest number of registered Republicans within the county shall call the Convention and shall designate someone to chair the Convention and appoint the committees described in Section 8-102.

Section 8-102. Convention Officers and Committees.

(a) Officers. The County Chair shall appoint (i) the Chair of the Convention, who may be the County Chair, and (ii) the Secretary, Parliamentarian, and Sergeant-at-Arms. The Secretary shall record the proceedings of the Convention.

(b) Credentials. Simultaneously with the call for the County Convention, the County Chair shall nominate a Credentials Committee of three Members. In addition to the other duties imposed upon the Committee and its Chair, the Committee shall determine the eligibility of each Member elected to serve as a Delegate or Alternate to the County Convention.

(1) Seating. The Committee shall recommend the seating of those Delegates and, to the extent Delegates are not present or qualified, those Alternates elected at the Annual Precinct Meeting, who are not successfully challenged.

(2) Unrepresented Precinct. If no Member is elected as a Delegate to the County Convention from a precinct, then those Members attending the County Convention from that precinct shall be invited on to the convention floor and may collectively cast one vote at the Convention.

(c) Rules. The County Chair shall appoint a Rules Committee. The Committee shall propose rules that are consistent with this Plan and that will facilitate a fair, open, and efficient County Convention. If the county lies within more than one congressional district, the Committee shall prepare rules governing the election of Delegates and Alternates to each Congressional District Convention.

(d) Resolutions. The County Chair shall appoint a Resolutions Committee. The Committee may propose to the County Convention resolutions suggested by members of the Committee or any other Member. Resolutions inconsistent with this Plan, containing personal attacks, or considered tasteless by the Committee shall not be submitted to the Convention.

(e) Plan of Organization. The County Chair shall appoint a Plan of Organization Committee. The Committee may propose to the County Convention a County Plan of Organization or amendments to an existing Plan.

(f) Approval. The reports of the Convention Committees may be amended by, and shall be subject to the approval of, the County Convention.

Section 8-103. Elections.

In every odd-numbered year, the County Convention shall conduct the elections set forth in this Section. Only those Members who were permitted to participate in the Annual Precinct Meetings and who may run for a position under Section 1-204 of this Plan are eligible for election.

(a) Officers. The Convention shall elect a Chair, Vice-Chair, Secretary and Treasurer.

(b) Committee Members. The Convention shall elect five County Executive Committee members.

(c) Additional Officers and Members. If the County Plan of Organization so provides, the Convention shall elect additional Officers and Executive Committee members.

(d) State Convention Delegation. The County Convention may elect (i) one Delegate to the State Convention, (ii) one Delegate for each Member residing in the county who currently serves as an elected member of the North Carolina General Assembly or who holds an elected statewide or national office, plus (iii) a number of Delegates equal to one Delegate for every 250 Members, rounded to the nearest multiple of 250, registered in the county as of January 31st of the year of the Convention. An equal number of Alternates may be elected to the State Convention. No Alternates shall be elected until all Delegate slots are filled.

(e) Single Congressional District Delegation. If the county is entirely within one congressional district, those Members elected as Delegates and Alternates to the State Convention shall also serve as Delegates and Alternates to the Congressional District Convention.

(f) Multiple Congressional District Delegations. If the county lies within more than one congressional district, the number of Delegates that the County is permitted to elect to each District Convention shall be determined under the same formula contained in subsection (d), except that only those Members residing in the respective congressional districts shall be taken into account. The Delegates and Alternates elected under subsection (d) shall constitute the delegation to the Convention

for the district in which they reside provided that the number of the Delegates and Alternates so elected for a District does not exceed the number determined under the previous sentence, otherwise the Delegates and Alternates who reside in the district shall caucus for the purpose of electing, if possible, a number of Delegates and Alternates equal to the number determined under that sentence.

Section 8-104. Compliance.

The appropriate Officers shall take the following actions as soon as practicable after the Convention.

(a) Proceedings. The Secretary's record of the proceedings of the Convention shall be reviewed, corrected if necessary, and approved by the County Chair, Convention Chair, County Secretary, and the Chair of the Credentials Committee.

(b) Documents. The County Secretary shall forward to all Chairs of the Congressional Districts within the County and to the State Party a list of the Precinct and County Officers, a list of the Delegates and Alternates elected to the State and District Conventions, and either a copy of the County Plan of Organization as adopted or amended by the Convention, or a statement that the existing Plan was not changed, or a statement that the County is governed by this Plan or a Model County Plan.

(c) Fee. The County Party shall forward to the State Party any fee assessed by the Party to defray the cost of communications with the Delegates and Alternates elected to the State Convention. The County Plan of Organization may permit the County Party to recover this fee from the Delegates and Alternates to the State Convention.

Section 8-105. Convention Fee.

The County Party may charge the Delegates and Alternates attending the County Convention a reasonable fee to defray the costs of the Convention.

2. Congressional District Conventions.

Section 8-201. Call of Convention.

The District Chair shall call an annual Convention to be held at a suitable location within the district, during the month of April, at least 30 days prior to the scheduled State Convention. At the same time the Chair shall give at least 30 days' prior notice of the time and place of the Convention to all County Chairs within the district. In order to ensure compliance with the rules of the Republican National Committee, the District Chair and State Chair shall jointly issue the Convention call for the year in which the National Convention is held and shall cause a notice of the Convention to be posted on the District Party's website not fewer than 30 days prior to the Convention.

Section 8-202. Convention Officers and Committees.

(a) Officers. The District Chair shall appoint (i) the Chair of the Convention, who may be the District Chair, and (ii) the Secretary, Parliamentarian, and Sergeant-at-Arms. The Secretary shall record the proceedings of the Convention.

(b) Credentials. Simultaneously with the call for the District Convention, the District Chair shall appoint a Credentials Committee of three Members. The Committee shall determine the eligibility of each Member elected to serve as a Delegate or Alternate to the District Convention.

(c) Rules. The District Chair shall appoint a Rules Committee. The Committee shall propose rules to the District Convention that are consistent with this Plan and that will facilitate a fair, open, and efficient Convention. In addition, prior to the Convention, the Rules Committee formed in a presidential election year shall adopt rules relating to the election of Delegates and Alternates to the National Convention and the election of a Presidential Elector, which rules shall be submitted to the National

Convention Selection Committee and, when approved by that Committee, shall be binding on the District Convention.

(d) Resolutions. The District Chair shall appoint a Resolutions Committee. The Committee may propose to the District Convention resolutions suggested by members of the Committee, by any other Member, or adopted by a County Convention. Resolutions inconsistent with this Plan, containing personal attacks, or considered tasteless by the Committee shall not be submitted to the Convention.

(e) Plan of Organization. The District Chair shall appoint a Plan of Organization Committee. The Committee may propose to the District Convention a District Plan of Organization or amendments to an existing Plan.

(f) Approval. Except for the Rules relating to the election of Delegates and Alternates to the National Convention and the election of the Presidential Elector, the reports of the Convention Committees may be amended by, and shall be subject to the approval of, the District Convention.

Section 8-203. Elections.

(a) Officers and Method of Election. In every odd-numbered year, the District Convention shall elect a Chair, Vice-Chair, Secretary, and Treasurer and any additional Officers provided for in the District Plan of Organization. Only those Members who were permitted to participate in the Annual Precinct Meetings and who may run for a position under Section 1-204 of this Plan are eligible for election. The votes cast shall be by County, with the vote or votes of the Delegates from any County having at least one Delegate on the floor but fewer than the number of Delegates elected by the County Convention to be prorated among the candidates who receive votes from the County, in accordance with the number of Delegates who were authorized to attend the Convention from the County.

(b) At Large Committee Members.

(1) Number. There shall be (i) one At Large Committee member plus (ii) one At Large Committee member for every 16,000 registered Republicans, rounded to the nearest multiple of 16,000, residing in the congressional district on January 31st of each odd-numbered year. The State Chair shall direct the staff of the State Party to determine the number of At Large Committee members allocated to each District.

(2) Apportionment. The staff shall also determine the number of At Large Committee members to be elected from the counties within the district by using the Method of Equal Proportions employed by the U. S. Census Bureau in apportioning seats in the U. S. House of Representatives, modified, however, to take into account the fact that an At Large Committee member is not automatically allocated to each County within the district.

(3) Elections. At each Congressional District Convention held in an odd-numbered year, Delegates from a County to which an At Large Committee member has been apportioned shall caucus at the Convention and elect as many At Large Committee members from that County's Members who reside in the district as equal the number of At Large Committee members apportioned to that County.

(4) Vacancy. An At Large Committee member position apportioned to a County which is not filled at the Congressional District Convention or which subsequently becomes vacant shall be filled by that County's Chair within 10 days after the adjournment of the Convention or the date on which the position becomes vacant, otherwise the District Executive Committee may fill that position by electing any Member residing in the district.

(c) Delegates and Alternates to the National Convention. Subject to the Rules of the Republican Party as adopted by the most recent Republican National Convention and as may be amended by the Republican National Committee, the District Convention held in a presidential election year shall elect three Delegates, three Alternates, and two replacement Alternates to the Republican National Convention. The Alternates and replacement Alternates shall be listed in the order by which they will replace Delegates who cannot serve. All Delegates, Alternates, and replacement Alternates are

subject to the rules contained in Section 8-401. As a condition of election, all Delegates, Alternates, and replacement Alternates must execute a Delegate Pledge, the original of which must be submitted to the National Convention Selection Committee within 10 days of the adjournment of the District Convention.

(d) Presidential Elector. In every presidential election year, the District Convention shall nominate Members to serve as a Presidential Elector and a replacement Elector if the Republican candidate for President receives a plurality of the votes cast statewide for that office in the general election. No one shall be nominated as an Elector who is prohibited from holding that office under the Constitution of the United States or who is prohibited from or penalized for holding that office under the Constitution of North Carolina or North Carolina law.

Section 8-204. Compliance.

The appropriate Officers shall take the following actions as soon as practicable after the District Convention.

(a) Proceedings. The Convention Secretary's record of the proceedings of the Convention shall be reviewed, corrected if necessary, and approved by the District Chair, Convention Chair, District Secretary, and the Chair of the Credentials Committee.

(b) Documents. The District Chair and Secretary shall certify and forward to the State Party a list of the Officers elected at the District Convention. They shall also certify and forward to both the State Party and the National Convention Selection Committee (i) a list of the Delegates, Alternates, and replacement Alternates to the National Convention, showing the order in which Alternates and replacement Alternates shall replace a Delegate or Alternate who cannot serve, and (ii) the names of the Presidential Elector and replacement Elector nominees. Forms supplied by the National Convention Selection Committee shall be used for this purpose.

Section 8-205. Convention Fee.

The District Party may charge the Delegates and Alternates attending the District Convention a reasonable fee to defray the costs of the Convention.

3. The State Convention.

Section 8-301. Call of Convention.

The State Chair shall call an annual Convention to be held at a suitable location within the state, during the month of May or the first two weeks of June, and, in a presidential election year, at least 45 days prior to the scheduled National Convention. At the same time, the Chair shall give at least 60 days' prior notice of the time and place of the Convention to all members of the State Executive Committee and shall cause a notice of the Convention to be posted on the State Party's website.

Section 8-302. Convention Officers and Committees.

(a) Officers. The State Chair shall appoint (i) the Chair of the Convention, who may be the State Chair, and (ii) the Secretary, Parliamentarian, and Sergeant-at-Arms. The Secretary shall record the proceedings of the Convention.

(b) Committees. The business of the Convention shall include the consideration of the reports of each of the Standing Committees and Convention Committees.

(1) Credentials Committee. The Convention may accept or amend the report submitted by the Credentials Committee as provided in 7-510(b).

(2) Standing Committees and Rules Committee. The Convention (i) may adopt or reject any recommendations contained in the report submitted by a Standing Committee or the Rules Committee and (ii) may consider as an amendment to the report any proposal that the Committee has rejected. For this purpose, a proposal that was submitted to, but not taken up by, the Committee shall

be deemed to have been rejected. The Convention shall not adopt any amendment to the Plan of Organization, any Resolution, any Platform provision, or any Rule which was neither recommended or rejected by the reporting Committee. The procedure for considering an amendment is set forth in Section 8-303(b).

(c) National Convention. In a presidential election year, the National Convention Selection Committee shall issue a report to the Convention, nominating a slate of Delegates in a number which, when added to the State Chair, the National Committeeman, the National Committeewoman, and the Delegates elected at the District Conventions, shall equal the number of Delegates allocated to the state under the rules of the Republican National Committee. The slate shall also include a number of Alternates equal to two fewer than the number of Delegates and five replacement Alternates, who shall be listed in the order by which they will replace Delegates and Alternates elected by the State Convention who are unable to serve. There shall be no alternates for the National Committeeman and National Committeewoman. All Delegates, Alternates, and replacement Alternates are subject to the rules contained in Section 8-401.

(d) Presidential Electors. The National Convention Selection Committee shall also nominate two Presidential Electors-at-large and two replacement Presidential Electors-at-large. No one shall be nominated as an elector, however, who is prohibited from holding that office under the Constitution of the United States or who is prohibited from or penalized for holding that office under the Constitution of North Carolina or North Carolina law.

Section 8-303. Amendments to Committee Reports.

(a) In General. The Delegates to the State Convention may amend by majority vote the reports of the Rules, Platform, Resolutions, and Plan of Organization Committees in accordance with this Section.

(b) Procedure. The State Chair shall direct the staff to notify every individual whose name has been submitted to the Credentials Committee as a Delegate or Alternate to the Convention at least 30 days prior to the State Convention that (i) Committee reports have or will be posted on the Party's website, including a numbered list of proposals that were rejected by the Committee; (ii) a Delegate has the right to notify the appropriate Standing or Convention Committee at least 15 days prior to the Convention of his or her intention to move the consideration by the Convention of a numbered rejected Committee proposal; and (iii) the Committee so notified will post on the Party website a final list of those rejected proposals that are subject to Convention approval for consideration as an amendment to the Committee report under subsection (c).

(c) Consideration. A proposed amendment to a Committee Report shall not be considered by the Convention unless two-thirds of the Delegates present and voting agree to take it up. The question of whether to consider a proposed amendment shall not be subject to debate.

(d) Debate and Vote. A proposed amendment that the Convention agrees to consider shall be subject to debate in accordance with the Convention rules and may be adopted upon the vote of a majority of the Delegates present and voting.

Section 8-304. Elections.

(a) Officers and Method of Election. In every odd-numbered year, the State Convention shall elect a State Chair and Vice-Chair. The votes cast shall be by County, with the vote or votes of the Delegates from any County having at least one Delegate on the floor but fewer than the number of Delegates elected by the County Convention to be prorated among the candidates who receive votes from the County, in accordance with the number of Delegates who were authorized to attend the Convention from the County. In a presidential election year, the State Chair shall also serve as a Delegate to the National Convention.

(b) National Offices. In a presidential election year, the State Convention shall elect a National Committeeman and a National Committeewoman who shall serve for a term of four years or until their successors are elected. The National Committeeman and National Committeewoman shall also serve as Delegates to the National Convention.

(c) National Convention. In addition to the slate nominated by the National Convention Selection Committee, the Delegates to the State Convention may nominate full slates of Delegates, Alternates, and replacement Alternates to the National Convention provided that no one is listed on more than one slate. The State Convention shall elect one of the nominated slates. As a condition of election, all Delegates, Alternates, and replacement Alternates must execute a Delegate Pledge, the original of which must be submitted to the Committee within 10 days following the adjournment of the State Convention.

(d) Presidential Electors. In addition to the slate nominated by the National Convention Selection Committee, the Delegates to the State Convention may nominate full slates of presidential electors-at-large and replacement electors-at-large provided that no one is listed on more than one slate. The State Convention shall elect one of the nominated slates.

Section 8-305. Record of Proceedings.

As soon as practicable after the State Convention, the Convention Secretary's record of the proceedings of the Convention shall be reviewed, corrected if necessary, and approved by the State Chair, Convention Chair, State Secretary, and the Chair of the Credentials Committee.

Section 8-306. Convention Fee.

The State Party may charge the Delegates and Alternates attending the State Convention a reasonable fee, as determined by the Operating Committee, to defray the costs of the Convention.

4. National Convention Delegate Selection.

Section 8-401. Pledged Delegates.

Notwithstanding the personal views of Members serving as Delegates at the National Convention, they shall be bound by the results of the North Carolina presidential preference primary and shall sign pledges requiring their votes to be cast as follows for the first and second ballots at the Convention.

(a) Congressional Districts.

(1) Subject to paragraph (2), if in a congressional district one candidate receives more than two-thirds of the votes cast in the presidential preference primary, that candidate shall be awarded the votes of all three Delegates from that district.

(2) If, however, the rules of the Republican National Committee require a proportional allocation of Delegates from a congressional district or if (i) the presidential candidate having the highest number of votes within the district receives two-thirds or fewer of the votes cast in the district and (ii) the candidate having the next highest number of votes receives more than one-fifth of the votes, the winning candidate shall be awarded the votes of two Delegates from that district and the runner-up shall be awarded the vote of one Delegate. But if the runner-up receives one-fifth or fewer of the votes cast, the winning candidate shall be awarded the votes of all three Delegates from that district.

(3) If no candidate receives more than one-fifth of the votes cast, the candidates receiving the three highest number of votes shall each be awarded the vote of one Delegate from the district.

(b) At-Large Delegates.

(1) If the rules of the Republican National Committee so permit, the votes of the State Chair, the National Committeeman, the National Committeewoman, and all other at-large Delegates shall be cast for the candidate receiving the most votes in the presidential preference primary.

(2) If those rules require the votes of the at-large Delegates to be cast proportionately, the votes of those Delegates shall be divided among those candidates receiving more than one-fifth of the total vote in the presidential preference primary and awarded to them in whole numbers on a pro-rata basis.

(c) **Delegate Pledges.** The National Convention Selection Committee shall assign to each Delegate the presidential candidate for whom the Delegate is to vote during the first two ballots at the National Convention and the Delegates shall execute a Delegate Pledge to that effect as a condition of their election as Delegates. Alternates and replacement Alternates shall sign similar Pledges indicating how their votes shall be determined if they succeed to Delegate status.

(d) **Release of Pledges.** The Delegates pledged to any presidential candidate who releases his or her Delegates shall be free to vote for any candidate nominated for president at the National Convention. If no nominee is selected after the second ballot, the North Carolina delegation shall be released from their pledges, but if, however, the delegation meets and a majority agrees to vote for a single nominee, all Delegates shall cast their votes for that nominee.

(e) **Vice Presidential Nomination.** If the Republican nominee for President selects a candidate to run for Vice President, the North Carolina delegation shall vote for that candidate, otherwise the Delegates shall vote as a majority of the delegation agrees, otherwise the Delegates shall vote as they individually decide.

Section 8-402. Duties of the Committee.

The Chair of the Committee shall call a meeting prior to September 1st of the year prior to the National Convention to adopt rules relating to preparing and receiving application forms, preparing Delegate Pledge forms, and other forms appropriate for the selection of Delegates and Alternates to the National Convention. The Committee shall submit the rules and forms to the Operating Committee for approval or amendments at that Committee's September meeting, after which it shall post a notice on the Party website informing the Members of the rules, applications, and forms required for election as a Delegate, Alternate, or replacement Alternate. In addition, the Committee shall select a slate of at-large Delegates, Alternates, and replacement Alternates as described in Section 8-302(c) which it will set forth in the report required to be posted on the Party's website by Section 7-512(a).

Section 8-403. Administrative Matters.

(a) **Delegate Fee.** The Party may assess a fee to any Delegate or Alternate attending the National Convention for the purpose of defraying the cost of delegation events. Anyone not paying the fee shall be permitted to participate fully in the business of the Convention but not those events for which the fee has been assessed.

(b) **Vacancy.** If for any reason, a Delegate's position becomes vacant and there is no available Alternate or replacement Alternate to fill that vacancy, the State Chair shall designate someone to fill that position.

ARTICLE NINE – PROVISIONS APPLICABLE TO MORE THAN ONE ARTICLE.

1. Officers and Committee Members.

Section 9-101. Term of Office.

(a) **General rule.** Except as provided in subsection (b), the term of office of each County, Congressional District, and State Officer and Committee member, who was elected at a Convention called under this Plan shall commence upon the adjournment of that Convention and, unless sooner becoming ineligible, the term of office of each of them and any Member who was appointed to complete the term of someone so elected, shall end upon the adjournment of the same Convention

held in the next odd-numbered year or, if later, upon the election of his or her successor. This provision shall also apply to the State Officers elected by the State Executive Committee. It shall not, however, apply to the National Committeeman and National Committeewoman, whose terms shall end upon the adjournment of the State Convention held in a presidential election year or, if later, when their successors are elected.

(b) At Large Committee Members. Notwithstanding subsection (a), an At Large Committee member's term of office as a member of the State Executive Committee shall commence upon the adjournment of the State Convention held in the same year as the Congressional District Convention at which that member was elected and shall end on the adjournment of the State Convention held in the next odd-numbered year.

Section 9-102. Multiple Vice-Chairs or Vice Presidents.

If a County or Congressional District Plan of Organization provides for the election of more than one Vice-Chair, one of them shall be designated by the Convention electing them as the First Vice-Chair and he or she shall be deemed to be the County or District Vice-Chair wherever reference is made to that Office in this Plan. For purposes of Sections 7-103, if the governing instrument of an Affiliated Republican Organization provides for more than one Vice-Chair or Vice President, the Organization shall designate one of them to serve as the substitute voting member of the Operating Committee or State Executive Committee.

Section 9-103. Resolutions of Censure and Disapproval.

(a) Censure. A motion of censure may be adopted and published by an Executive Committee only with respect to one of its members.

(b) Resolutions of Disapproval. An Executive Committee may adopt and publish a Resolution of Disapproval of the actions of an individual (referred to as the "Subject" in this Section) only in accordance with the following provisions.

(1) Special Meeting. Whenever the text of a Resolution of Disapproval is presented to the Committee, the Chair may call a Special Meeting to consider the Resolution upon 10 days prior notice to the members of the Committee and to the Subject, who shall have an opportunity to review the Resolution and to be heard at the meeting either in person or, if he or she so chooses, in writing.

(2) Subject who is an office holder. If the Subject is an office holder, a County Committee may consider the Resolution only if residents of the County can vote for the office which the Subject holds or, in the case of a Resolution considered by a Congressional District or the State Executive Committee, all of the residents of the District or State can vote for the office which the Subject holds.

(3) Voting. If the Committee consists of fewer than 10 members, the Resolution must be adopted by the unanimous vote of all of the members. If the Committee consists of more than nine members, the Resolution must be adopted by a vote of two-thirds of the members of the Committee.

(4) Appeal. Upon receiving notice of the adoption of a Resolution of Disapproval, the Subject may within seven days (i) appeal the decision of a County Executive Committee to the District Executive Committee of any congressional district in which the county is situated by an email notification delivered to the Chair and Secretary of the District Committee or (ii) appeal the decision of a District Executive Committee to the State Executive Committee by an email notification to the State General Counsel and the Executive Director. The District Executive Committee or the State Executive Committee, as the case may be, may rescind the Resolution upon the vote of two-thirds of its members present and voting at a regularly scheduled meeting. Otherwise, the Resolution shall be deemed to have been affirmed. The decision of the Committee shall be final.

(c) Publication. The Committee may publicize (i) a motion to censure a member of the Committee upon its adoption and (ii) a Resolution of Disapproval upon the affirmation of the Resolution or the expiration of seven days following notice to the Subject of the Committee's decision if no appeal has then been taken.

Section 9-104. Transfer of Party Property upon End of Term.

An Officer or other Committee member possessing tangible or intangible Party property shall upon the end of his or her term of office promptly transfer that property, including access and control over any contact lists, internet sites, Party related data, electronic marketing media, and social media accounts, to his or her successor. Failure to do so may be treated as grounds for removal from Party office under clause (ii) of Section 9-303. This provision, however, shall not be construed as preventing an officer or other Committee member from also using data that he or she created or assembled.

Section 9-105. Mandatory Training of Treasurers.

Unless already in compliance, the Treasurer and any Assistant Treasurer of any Party organized under this Plan must successfully complete the mandatory compliance training provided by the North Carolina Board of Elections as soon as possible after being elected or appointed.

Section 9-106. Financial Responsibilities and Prohibitions.

An Officer, Committee member, or staff employee receiving or disbursing funds shall maintain and make available to the appropriate Officer or Committee accurate and detailed records of those transactions. No Officer, Committee member, or staff employee shall borrow funds on behalf of the Party, make expenditures of Party funds, or enter into any lease or other agreement binding the Party without prior authorization by the appropriate Committee.

Section 9-107. Credentials Committee Members.

No member of a Credentials Committee shall be eligible for election as a Party Officer or Executive Committee Member at the Convention for which the Committee serves, nor shall any Committee member publicly support anyone seeking office at that Convention.

Section 9-108. Vacancies.

(a) In General. If a County Chair or District Chair shall die, resign, become unable to act, be removed, or otherwise become ineligible to serve, the County or District Vice-Chair shall assume the office of Chair and there shall be a vacancy in the office of Vice-Chair. If any other elected County or District Officer or Committee member shall die, resign, become unable to act, be removed, or otherwise become ineligible to serve, including a Vice-Chair assuming the office of Chair, the remaining members of the Committee shall fill that vacancy. Anyone elected to fill a vacancy shall serve for the remainder of his or her predecessor's term and, if the predecessor was elected at a Convention, shall be included wherever reference is made in this Plan to an Officer or Committee member elected at a Convention.

(b) At Large Committee members. Notwithstanding subsection (a), an At Large Committee member position which becomes vacant shall be filled in accordance with Section 8-203(b)(4).

Section 9-109. Removal.

(a) Appointees. A Member appointed to a position by a Precinct, County, District, or the State Chair shall serve at the pleasure of that Chair.

(b) Nominees. Except as provided in subsection (c), a Member nominated by a County, District or State Chair to a position subject to ratification or rejection by an Executive Committee shall serve at the pleasure of that Committee.

(c) Electees. An Officer or other Executive Committee member elected to that position at a Convention or by the Executive Committee on which he or she serves may be removed only in accordance with the provisions of Section 9-301 et seq.

Section 9-110. Ex Officio Committee Members.

As a condition of holding a position on a committee created or authorized by this Plan, anyone who is a member of that committee by virtue of being a member of an organization not established by this Plan (i) shall be subject to this Plan in the same way as an elected or appointed member of that committee and (ii) shall have the right to vote on that committee only so long as he or she complies with the provisions of this Plan. This condition shall not apply to an ex officio committee member who holds his or her position by virtue of being an elected official.

2. Meetings, Conventions, and Voting Methods.

Section 9-201. Application.

Sections 9-202 through 9-210 apply to all Conventions and to the meetings of all elected and appointed Committees formed under this Plan.

Section 9-202. Attendance.

(a) Members Not Present. Subject to his or her compliance with the procedures described in Section 9-203(b), no Member shall be required to attend the Annual Precinct Meeting or Convention in order to be elected as a Party Officer, Committee member, or Delegate or Alternate at that Meeting or Convention.

(b) Registration Requirements. A County or Congressional District Party may adopt a method of pre-registering Delegates and Alternates to a Convention but shall not prohibit any Member from registering on the day of that Convention.

Section 9-203. Certain Precinct and County Elections.

(a) Delegates and Alternates. Delegate and Alternate slots shall be filled first by those eligible Members who are in attendance at the Annual Precinct Meeting or County Convention and who are willing to serve. If any Delegate or Alternate slots remain unfilled after the election of those who are in attendance at the Annual Precinct Meeting or Convention, then eligible Members who are not in attendance and who have nominated themselves in accordance with the procedure set forth in subsection (b) may be elected to fill those slots. No one shall be elected as an Alternate, however, until all the Delegate slots are filled.

(b) Procedure. Each County Executive Committee shall adopt a procedure that allows an eligible Member who is not in attendance at the Annual Precinct Meeting or County Convention to nominate himself or herself for election as an Officer, Committee member, Delegate or Alternate at that Meeting or Convention. The procedure shall require that a paper writing or email from the Member be in the hands of a Member or Members designated by the County Executive Committee prior to the convening of the Annual Precinct Meeting or in the hands of the Credentials Committee prior to the convening of the County Convention, as the case may be. That paper writing or email shall include the individual's full legal name, address, phone number, and email address. The County Chair shall describe this procedure in the notice of the Convention.

(c) Policy. It is the policy of the Party to encourage the participation of eligible Members in the affairs of the Party. Accordingly, a County Party shall not require a Member to offer a reason for not

attending a Meeting or Convention, issue waivers for those not attending, or otherwise unduly burden a Member's ability to comply with subsection (b).

Section 9-204. Convention Rules.

The Rules of each Convention apply only to that Convention and expire upon its adjournment.

Section 9-205. Voting Limitation.

Anyone serving as a voting member of a Committee in more than one capacity shall have only one vote.

Section 9-206. Electronic Meetings.

It is the policy of the Party that all Executive Committee meetings required by this Plan and Conventions be in-person events unless, as a result of a governmental declaration of an emergency, the event can only take place electronically. Any electronic meeting must permit all participants to hear the speaker who has the floor. Further, all eligible Members must be accorded the right to participate fully in the meeting and Convention to the same extent as they could at an in-person meeting, even if the pace of the meeting is slowed. In order to ensure accurate voting, any matter that does not obtain unanimous consent, must be subject to a roll-call vote, vote by reliable software, or any other means in which the participants have confidence.

Section 9-207. Ineligible Participants.

No Party Committee shall permit a candidate for or holder of an elected office who is not also a member of the Republican Party to address any meeting, Convention, or other Republican event.

Section 9-208. Postponed Meetings.

When it becomes necessary to cancel an Annual Precinct Meeting or Convention, the County, District, or State Chair shall take whatever steps are available to notify the potential participants in the Meeting or Convention and to reschedule the Meeting or Convention, if possible. A County or District Chair shall also promptly notify the State Party of any cancelled and rescheduled Meeting or Convention.

Section 9-209. Action without a Meeting.

Any action with which a Committee under this Plan is authorized to deal may be taken without a meeting by the unanimous written consent of all of the members of the Committee. The action must be evidenced by one or more documents or email messages describing the action, signed or submitted by the members, included in the Committee's minutes, and filed with the Committee's records. The action will be effective when the last member has signed or submitted the document or message.

Section 9-210. Notice of Meetings.

Unless a provision in this Plan contains a different notice requirement, notice must be given at least 10 days prior to the convening of any meeting. The members of a Committee can unanimously waive any notice requirement.

3. Removal of Officers and Other Committee Members.

Section 9-301. In General.

Except for a Precinct Officer who may be removed in accordance with Section 3-106, Officers and Executive Committee members may be removed as set forth in Sections 9-302 through 9-309.

Section 9-302. Automatic Removal.

(a) Rule Applicable to All Officers and Committee Members. An Officer or Committee member who (i) switches his or her registration from the Republican Party, or (ii) by reason of a legal action has had his or her right to vote revoked, shall be immediately removed from all positions then held under this Plan. Except as provided in Section 6-407(b), an Officer or Committee member who no longer

resides in the jurisdiction which he or she represents, shall be immediately removed from that position but may continue to hold a position on any other Committee formed for a jurisdiction in which he or she resides. For purposes of this subsection, an At Large Committee member is deemed to represent the County in which he or she was elected.

(b) Rule Applicable to Certain Party Officials Seeking Public Office. Except as provided in subsection (c) and this subsection, any County, Congressional District, or State Officer and any member of the Operating Committee who announces an intention to run for public office shall be immediately removed from all positions then held under this Plan. This provision shall not apply, however, to anyone serving as an elected public official at the time he or she is elected to Party office and who seeks reelection to the same office.

(c) Exception for Certain Party Officers. Notwithstanding subsection (b), an Executive Committee may, by a two-thirds vote, suspend the removal of an Officer of the Committee until 30 days after the close of the filing period for the office sought by him or her and, further, rescind the removal if no other Republican files for that office.

(d) Reinstatement. Anyone automatically removed under this Section will subsequently be permitted to hold a Party position under the circumstances set forth below.

(1) Change in Residence. Anyone removed because of a change in residence is permitted to hold a Party position in any jurisdiction in which he or she is or becomes a Member.

(2) Change of Party or Revocation of the Right to Vote. Anyone removed because of a change in Party or the revocation of his or her voting rights is permitted to hold a Party position after (i) returning to the Republican Party or having his or her voting rights restored and (ii) being a Member for one year.

(3) Candidate for Public Office. Anyone automatically removed under subsection (b) will be permitted to hold a Party position after the general election in which he or she was a candidate.

Section 9-303. Other Reasons for Removal.

Following a proceeding conducted under Section 9-307, an Officer or other Committee member may be removed for (i) gross inefficiency, (ii) failure without rectification to comply with a significant provision of this Plan or the relevant County or District Plan, or (iii) party disloyalty.

Section 9-304. Party Disloyalty Defined.

For purposes of Section 9-303, party disloyalty is the active and meaningful support of a non-Republican candidate running against a Republican candidate in any race.

Section 9-305. Commencement of Proceeding.

(a) Complainant. Any Active Member with knowledge of facts constituting grounds for the removal of an Officer or other member of an Executive Committee created by this Plan may bring an action to remove that Officer or Committee member, as respondent, by (i) filing a written complaint with the State Secretary or, if the State Secretary is named as the respondent, with any other State Officer and (ii) paying a filing fee of \$100 as a contribution to the State Party. For purposes of this Section an Active Member is a Member who is either a member of a Party Executive Committee or who has participated in his or her most recent Annual Precinct Meeting or who was elected as a Delegate or Alternate to his or her most recent County or District Convention or the most recent State Convention.

(b) Contents of Complaint. The written complaint filed under this Section shall (i) recite the facts by which the Complainant meets the definition of an Active Member, (ii) set forth the alleged ground for removal and (iii) state the facts on which the allegation is based.

(c) Limitation. An Active Member's complaint that relies solely on facts occurring prior to the respondent's current term of office shall be barred.

(d) Service on Respondent. The Active Member filing the complaint shall simultaneously provide a copy to the respondent.

Section 9-306. Assignment of Matter.

The Officer of the State Party with whom the complaint is filed shall promptly provide copies of the complaint to the members of the Operating Committee.

(a) Complaint Against a County or District Member. If the respondent is a member of a County or District Executive Committee, the State Chair shall appoint three impartial District Chairs who do not reside in the same county or district as the respondent to hear the matter and shall notify all members of the Operating Committee of his or her appointments. If the State Chair does not make these appointments within 10 days of his or her receipt of the complaint, the State Vice-Chair shall make the appointments.

(b) Complaint Against a State Member. If the respondent is not a member of a County or District Executive Committee but is a member of the State Executive Committee, the Officer of the State Party with whom the complaint is filed shall call a meeting of the State Executive Committee to hear the matter.

Section 9-307. Proceedings.

The assigned District Chairs or the State Executive Committee, as the case may be, shall investigate the facts alleged in the complaint; interview all pertinent parties; attempt to resolve the matter without removing the respondent if possible; determine, in their sole discretion, if any alleged noncompliance with a Plan was so significant as to justify the respondent's removal; and render a written judgment provided to all parties in the matter. The proceeding shall be conducted fairly and with respect for the due process rights of the respondent. There shall be no appeal. The State Executive Committee may delegate the investigative duties and other preliminary matters to a subcommittee consisting of impartial members of the Committee.

Section 9-308. Effect of Removal.

There shall be a vacancy in the position of any Officer or Committee member removed under Section 9-302 or 9-307 which shall be filled in accordance with the provisions of this Plan. Anyone removed under Section 9-307 shall be ineligible to hold Party Office for a period of three years after the date of removal.

Section 9-309. Frivolous Complaint.

If the District Chairs or the State Executive Committee, as the case may be, find that the Active Member's complaint is groundless, harassing, or frivolous in nature, they or it may publicly reprimand that Member.

4. Party Neutrality and Endorsements.

Section 9-401. Endorsements.

(a) General Rule. Except as provided in subsection (b), no Party Organization shall issue an endorsement of any candidate running in a contested Republican primary. The resources of the Party may not be used for the benefit of any primary candidate unless those resources are equally available to all candidates.

(b) Exception. An Executive Committee may, by a two-thirds vote, (i) endorse an opponent of an Opportunistic Candidate or a Dishonorable Candidate, as defined below, running in a contested Republican primary and (ii) withhold recognition, endorsement, and resources from that candidate.

(c) Opportunistic Candidate. For purposes of this Section, an Opportunistic Candidate is an individual who was not a registered Republican on January 31st of the year prior to the year in which he or she seeks office and who the Executive Committee finds switched parties in order simply to gain an advantage in the general election or to defeat another Republican candidate in a primary election.

(d) Dishonorable Candidate. For purposes of this Section, a Dishonorable Candidate is an individual who the Executive Committee finds has conducted himself or herself in a disreputable manner and whose candidacy would bring dishonor upon the Republican Party.

Section 9-402. Prohibited Actions.

No County, District, or State Officer, including any Vice-Chairs and Assistant Officers, and no member of the Operating Committee (except the Republican Joint Caucus Leader of the North Carolina General Assembly) shall endorse, be employed by or serve on a campaign committee, raise funds for, or otherwise publicly promote the candidacy of anyone running in a contested Republican primary. The prohibited actions set forth in the preceding sentence shall not apply, however, to the Officers of an Executive Committee with respect to a candidate whom that Committee has found to be an Opportunistic Candidate or a Dishonorable Candidate under Section 9-401(b).

Section 9-403. Permissible Actions.

A Member whose position is listed in Section 9-402 may contribute financially to the campaign of a candidate running in a contested Republican primary and may privately make known his or her preference to family members, friends, and acquaintances, but not to strangers. All other Members may participate fully in contested primary campaigns provided that they do not identify themselves by any position they hold within the Party.

Section 9-404. County Endorsement.

In a race where only voters from the county can cast ballots, the County Executive Committee may endorse a registered Republican running in a nonpartisan race or in a race without a primary election, as provided in Section 9-405.

Section 9-405. Endorsement Meetings.

An endorsement may be made by the appropriate Committee under Section 9-404 only after the members of the Committee and the registered Republicans who are candidates seeking the office for which the endorsement is to be made have been notified of the endorsement meeting. The meeting shall be conducted in a manner designed to assure fairness to all potential candidates for the office.

5. Board of Elections Nominees.

Section 9-501. In General.

The State Chair is authorized to submit to the State Board of Elections the names of Members nominated to serve on the County Boards of Elections.

Section 9-502. Procedure.

The State Chair shall seek nominees for appointment to each County Board of Elections from the County Party by notifying the County Chairs of the opportunity to submit the names of nominees and the deadline for doing so. The County Executive Committee will meet and approve a list of nominees which the County Chair will submit to the State Chair before the deadline. If the State Chair rejects any of the nominees, he or she will notify the County Chair and provide a reason for the rejection. If sufficient time is available, the County Party may designate an additional nominee to replace the rejected nominee. The State Chair shall submit to the State Board of Elections the names of each nominee he or she finds

to be acceptable. If a vacancy occurs in a County Board of Elections, the State Chair shall initiate a similar procedure to fill the vacancy.

6. Notice.

Section 9-601. Method.

Any notice required under this Plan may be delivered by U. S. Mail or by an electronic message. A notice requirement is satisfied whenever a Member has actual notice, even if he or she does not receive notice as provided in the previous sentence.

Section 9-602. Public Notice.

Public Notice shall be given on a Party's website and, in addition, may be given by other means such as an email marketing platform and traditional media.

ARTICLE TEN – TRANSITION RULES

Section 10-101. Effective Date.

Except as provided in this ARTICLE, this amended and restated Plan of Organization shall be effective upon the adjournment of the State Convention at which it is approved.

Section 10-102. At Large Committee Members.

The At Large Executive Committee members elected at the Congressional District Conventions held immediately prior to the State Convention at which this Plan is approved shall be deemed to be At Large Committee members under this Plan and shall serve as members of their respective Congressional District Executive Committees and the State Executive Committee until the next Congressional District Convention, at which time the election of new At Large Committee members shall be conducted in accordance with this Plan, even if that Convention is not held in an odd-numbered year.

Section 10-103. Removals.

Any proceeding to remove an Officer or Committee Member being conducted at the time of the Effective Date shall be governed by the Plan in effect at the time the proceeding was instituted.

Section 10-104. Disputes.

Any dispute before the Arbitration Committee at the time of the Effective Date shall be transferred to the Arbitration Committee for resolution under Section 7-501.