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**RECEIVED
FEDERAL ELECTION
COMMISSION
SECRETARIAT**

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October 11, 1995

**RECEIVED
FEDERAL ELECTION
COMMISSION
OFFICE OF GENERAL
COUNSEL
OCT 16 10 04 AM '95**

**Mr. Lawrence M. Noble
General Counsel
Office of the General Counsel
Federal Election Commission
999 E Street, N.W.
Washington, D.C. 20543**

Re: Request for Advisory Opinion

AOR 1995-39

Dear Mr. Noble:

The undersigned, on behalf of the Los Angeles County Republican Central Committee and its federal committee ("LACRCC"), requests the issuance of an advisory opinion, pursuant to 2 U.S.C. § 437(f)(a)(1) and 11 CFR § 112.1, on the following questions:

(1) Is LACRCC's federal committee affiliated as a subordinate party committee with the federal committee of the California Republican Party ("CRP"), the official state Republican political party committee, based upon the facts and circumstances set forth below?

(2) If the Commission concludes any past activities of LACRCC and CRP have resulted in affiliation between the two entities, may a pledge or other affirmation that LACRCC will not undertake or engage in such activity permit prospectively the nonaffiliation (or disaffiliation) of the two committees? ¹

Facts

1. *Separate and independent governance under state law.* LACRCC is a county central committee governed by its own bylaws and by Chapter 4 of Part 3 of Division 7 (commencing with section 7400) of the California Elections Code. Republican county

¹ This request is for prospective advice. LACRCC has in the past operated and filed FEC reports as unaffiliated, based upon its understanding of the legal and factual circumstances. LACRCC would consider taking a pledge or forbearing from activity the Commission deems appropriate to preserve nonaffiliation in the future.

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central committees are elected directly by Republican voters at the regular direct primary elections held every two years. California Elections Code § 7440 provides that a county central committee "shall have charge of the party campaign under the general direction of the state central committee" Notwithstanding section 7440, as a practical matter LACRCC has charge of the party campaign in Los Angeles County at regular general elections and for special elections within the county. The CRP is the Republican state central committee, which is governed by its own bylaws and by Chapters 1 and 3 of Part 3 of Division 7 (commencing with section 7250) of the California Elections Code. CRP has general statutory responsibility for the conduct of Republican Party election campaigns in California (California Election Code § 7385). Neither CRP nor county central committees (including LACRCC) view that statute as conferring any specific rights or duties upon the state central committee or the county central committees. Thus, California law regulating the Republican Party essentially provides for separate governance by county central committees and the state central committee.

2. *Separate, independent operation under LACRCC and CRP bylaws.* In addition to the statutory provisions of the Elections Code, LACRCC operates independently of the CRP under its bylaws. CRP's bylaws do not provide any direction or control over LACRCC or other county central committees,² do not give any representative status to LACRCC in CRP, and do not confer any right upon LACRCC to appoint delegate members to the governing bodies of the CRP.³ Nor does membership in LACRCC confer any

² CRP's bylaws concerning endorsements in partisan direct primary and special primary nominating elections "preempt" LACRCC bylaws (See LACRCC Bylaws, art. XIX § 2; see also California Elections Code § 7389). LACRCC does not view preemption as an element of control for purposes of the FEC's application of its affiliation rules.

³ CRP's bylaws do confer membership upon current Republican county central committee chairmen. However, this right is personal, by virtue of their status. In addition, CRP bylaws permit the replacement of a vacancy in a position of nominee member by affected county central committees. However, this replacement activity occurs very infrequently.

right to membership in CRP. To put it another way, CRP is not a confederation or association of county central committees, but rather has a separate membership base, consisting largely of persons nominated or elected to partisan offices, such as the state legislature, state executive branch offices, and federal offices, and their appointees.

3. *Separate and independent operation.* With respect to financing participation in federal elections, LACRCC's bylaws vest in the county central committee the right to provide operational control in raising contributions and making expenditures, including support of federal candidates and for party-building activities. LACRCC has no responsibility to raise funds for CRP or to contribute funds to CRP. CRP has no responsibility to raise funds for or to contribute funds to LACRCC. LACRCC has no role in CRP's decisions to support federal candidates, including such candidates for federal offices from Los Angeles County. CRP has no corresponding role in LACRCC's decisions to support federal candidates in Los Angeles County.

4. *Spending and Funding.* Review of the LACRCC federal campaign reports and the CRP campaign reports for the last decade reveals no evidence of any coordination in making of contributions to federal candidates by the two committees. Further, such records also make clear that CRP does not finance, maintain or control LACRCC. Both LACRCC and CRP conduct their fundraising operations, separately. During the past two decades, the two committees have not conducted any joint fundraising program. Historically, CRP has had a strong direct mail fundraising program, generating tens of thousands of small donors. CRP also has conducted a number of large donor fundraising programs for both its federal and non-federal accounts. LACRCC also conducts such large donor programs, relying largely upon events such as dinners or receptions featuring high level federal, state or local officials and other public figures. However, there is a substantial likelihood that LACRCC, which represents nearly three million registered Republican voters in the financial and economic center of California, and may attract some of the same large donors who also contribute to CRP.

Indeed, there is almost no history of any funding by CRP of any LACRCC activity. The limited exceptions are (1) LACRCC, along with other county central committees, candidates and unofficial Republican clubs, participates in CRP's "operation bounty," which provides a partial reimbursement of the expenses of such organization and candidates incurred in soliciting

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Republican voter registrations, and (2) in 1994, LACRCC received and then transmitted to local Republican clubs in Los Angeles County funds from CRP for local headquarters operations.

The "operation bounty" registration funds generally have been reported by LACRCC as "contributions from other political party committees," although counsel is of the view that they should be treated as "offsets to operating expenditures" and not contributions, because LACRCC paid for such registrations obtained by independent contractors or performed services by coordinating volunteer activity (paid for out of its overhead) in collecting the voter registrations. LACRCC received \$4,868 in payments from CRP for such activity in 1994, of which 28 percent, or about \$1,312, was allocable federal expense.⁴

The payments transferred to local Republican clubs in 1994, were not retained by LACRCC for its operations. The total amount received by LACRCC and transferred for such purposes was \$52,750, of which 28 percent, or about \$14,770, was allocable federal expense. The transactions were handled in this fashion for convenience. However, if in the Commission's opinion such transfers could affect the nonaffiliated status of LACRCC, LACRCC would forbear from participating in such convenience transactions in the future. From a practical standpoint, this minimal financial relationship between LACRCC and the CRP contrasts with the substantial operational independence of the two party committees, as discussed above.

Should LACRCC and CRP be deemed to be affiliated, this would result in a substantial burden upon both committees to determine whether a contributor has exceeded his or her federal contribution limits. Application of the affiliation rules to LACRCC and CRP would also result in a very difficult requirement for the two organizations to compare major donors for affiliation purposes. Moreover, given the historic independence of the two committees, both committees anticipate there would be great difficulty in negotiating issues such as which committee would refund arguably excessive contribution, which committee would give notices with respect to such refunds, which committee would be required to obtain reattributions of contributions or make refunds if the donor's spouse has reached his or her contribution limits, etc.

⁴ 11 CFR § 106.5.

Analysis

In Advisory Opinion 1978-9 (CCH ¶ 5330), the Commission determined that Republican county central committees in Iowa were not affiliated with the Iowa Republican Party. The Commission reached this conclusion based upon its evaluation of the facts and circumstances of the relationships between the committees.

The opinion noted that 2 U.S.C. § 441a(a) (5) provides that contributions by political committees which are "established or financed or maintained or controlled by any... person... including any parent, subsidiary, branch, division, ... or local unit of such person, or by any group of such persons" would be subject to a common contribution limit. However, with the exception of the specific provision of § 441a(a) (5) (B) which treats a national political party committee and a state political party committees separate political committees, the FECA is silent on whether a state political party committee and a county or other subordinate party committee are affiliated.

The Commission relied upon its regulations (11 CFR § 110.3(b)(2)) which create a presumption concerning the affiliation of a State party committee and the committees of "subordinate" party committees.⁵ Such affiliation is presumed unless the political committee of the party unit in question has not "received any funds" from "any other political committee established, financed, maintained or controlled by any party unit"⁶ and "does not make its contributions in cooperation,

⁵ 11 CFR § 110.3(b)(2)(ii) provides that: "All contributions made by the political committee established, financed, maintained or controlled by a State party committee and by subordinate State party committees shall be presumed to be made by one political committee.

⁶ 11 CFR § 110.3(b)(2)(ii)(A). Although the language here refers to any funds from any political party, we understand the Commission has a more limited understanding of this. For example, we do not believe if the issue were whether Local Party Committee A is affiliated with State Party Committee, this language would affirm the presumption of affiliation if Local Party Committee A had received funds from an unaffiliated Party Committee.

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consultation, or concert with, or at the request or suggestion of any other party unit or political committee established, financed, maintained or controlled by another party unit.⁷

In AO 1978-9, the Commission also pointed out that the Iowa Republican Party had engaged in some joint fundraising activities, but that joint fundraising is permitted under 2 U.S.C. §441a(a)(5)(A) and will not trigger affiliation.

Substantial reasons exist under the facts described above for the Commission to conclude that LACRCC and CRP are not affiliated. In this situation, the facts demonstrate separate and independent governance and operation. The minimal financial contacts in the past between LACRCC and CRP described above should not cause the Commission to conclude that an affiliation relationship existed. However, as noted above, LACRCC requests that the Commission consider providing approval for LACRCC prospectively to operate as unaffiliated with CRP by addressing whether participation in the "bounty registration" program and treating the partial reimbursements as "offsets to operating expenditures" would be consistent with non-affiliation.

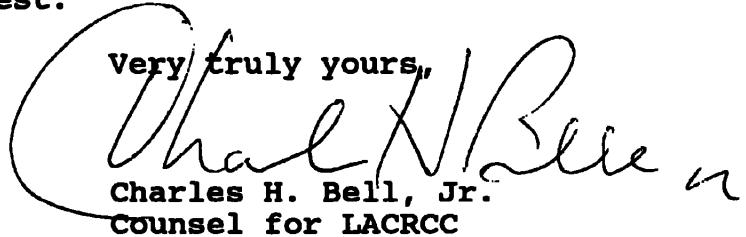
If the Commission concludes that LACRCC prospectively may operate as unaffiliated with CRP, LACRCC would appreciate guidance on whether either or both of the past activities may taint unaffiliated committee status, and if so, whether the committee may obtain prospective unaffiliated status if it agrees not to engage in any such activity the Commission deems to have affected unaffiliated status in the past. Neither AO 1978-9 nor any other advisory opinion of which we are aware discusses prospective nonaffiliation if the committee seeking such a determination agrees to forbear from engaging in future activities the Commission determines have caused, or will cause affiliation.

⁷ 11 CFR § 110.3 (b)(2)(ii)(A).

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Please feel free to contact the undersigned if you have any questions about this request for opinion or need any other documents to substantiate the factual representations other than those provided with this request.

Very truly yours,

A handwritten signature in cursive script, reading "Charles H. Bell, Jr.", is written over the typed name. The signature is enclosed within a large, loopy circular flourish.

Charles H. Bell, Jr.
Counsel for LACRCC

CHB\crb
5610.01

Enclosures: Copy of California Election Code Division 7,
 Part 3, Chapters 1-4.
 Copy of LACRCC Bylaws
 Copy of CRP Bylaws

cc: Mr. Fred Arjani, Controller, LACRCC
 James R. Sutton, Esq., CRP Counsel

California Election Code
Division 7, Part 3, Chapters 1-4

(Added by Stats. 1994, c. 920, §2.)

7241. Rules and regulations.

A committee may make rules and regulations providing:

- (a) How officers of the committee may be removed.
- (b) How meetings may be called, and any provisions so made shall supersede anything in this chapter to the contrary.
- (c) Whether or not proxies may be used and the conditions under which they may be used.

Any rule adopted prior to statutory authorization by any committee by majority vote of the members elected to the committee is hereby validated and made of the same effect as if subsequently adopted.

(Added by Stats. 1994, c. 920, §2.)

7242. Committee duties.

The committees shall perform any other duties and services for this political party as seem to be for the benefit of the party. They shall continue to function and exist until the election at the succeeding direct primary and qualification of the members of the new committees.

(Added by Stats. 1994, c. 920, §2.)

7243. Members may call meeting.

If the chairperson of a committee refuses to call a meeting, a meeting may be called upon five days' notice by a majority of the members of the committee.

(Added by Stats. 1994, c. 920, §2.)

7244. Notice of newly elected chairman.

Within five days after a committee meets for its organizational meeting, the newly elected chairperson of the committee shall notify the county elections official of his or her name. The elections official shall mail a certificate to that effect to the Secretary of State.

(Added by Stats. 1994, c. 920, §2.)

PART 3. REPUBLICAN PARTY

Chapter 1. General Provisions

7250. Applicability of part.

This part shall apply to the organization, operation, and function of that political party known as the Republican Party of California.

(Added by Stats. 1994, c. 920, §2.)

Chapter 2. Presidential Electors

7300. Members who shall act as presidential electors.

In each year of the general election at which electors of President and Vice President of the United States are to be chosen, the Republican nominees for Governor, Lieutenant Governor, Treasurer, Controller, Attorney General, and Secretary of State, the Republican nominees for United States Senator at the last two United States senatorial elections, the Assembly Republican leader, the Senate Republican leader, all elected officers of the Republican State Central Committee, the National Committeeman and National Committeewoman, the President of the Republican County Central Committee Chairmen's Association, and the chairperson or president of each Republican volunteer organization officially recognized by the Republican State Central Committee shall act as presidential electors, except that Senators, Representatives, and persons holding an office of trust or profit of the United States shall not act as electors. The remaining presidential elector

positions, and any vacant positions, shall be filled by appointment of the chairperson of the Republican State Central Committee in accordance with the bylaws of the committee. The name, residence address, and business address of each appointee shall be filed with the Secretary of State by October 1 of the presidential election year. The Republican State Central Committee shall adopt bylaws implementing this section.

(Added by Stats. 1994, c. 920, §2.)

Chapter 3. State Central Committee

Article 1. Members

7350. Membership of state central committee.

The state central committee shall consist of:

(a) One member for each of the following public officers:

- (1) Governor.
- (2) Lieutenant Governor.
- (3) Treasurer.
- (4) Controller.
- (5) Attorney General.
- (6) Secretary of State.
- (7) All members of the State Board of Equalization.
- (8) All Senators and Representatives of Congress from California.
- (9) All Members of the Legislature.

(b) The chairperson of each county central committee of the party.

(c) Members appointed pursuant to this part.

(d) The national committeeman and national committeewoman of the party.

(e) Any person elected or appointed to fill a vacancy in a partisan office.

(f) The chairperson, vice chairperson, and the immediate past chairperson of this committee.

(g) The president or chairperson, as the case may be, of each statewide, volunteer organization chartered by the state central committee or by the Republican National Committee and approved for this purpose by the executive committee of the state central committee.

Volunteer organizations chartered exclusively by the Republican National Committee and subject to this section shall file an initial petition for approval with the executive committee of the state central committee at least six months prior to the first organizational meeting. The approval, if granted, shall remain in effect indefinitely unless and until it is revoked by the executive committee.

(Added by Stats. 1994, c. 920, §2.)

7351. Membership of state central committee.

The following are members of the state central committee:

(a) Each officer named in subdivision (a) of Section 7350 who was nominated and elected as a candidate of the party and whose term of office extends beyond the first Monday in December in the case of legislators and the Monday after January 1 in the case of other officers next following the direct primary election, or the appointee or successor appointed, elected, or otherwise designated by law to fill a vacancy in the office of the officer. These members are "holdover members."

(b) (1) Except as provided in paragraph (2), each candidate of the party in whose behalf nomination papers were filed and who was nominated at the direct primary election or at a special primary election by that party. These members are "nominee members." Nominees for an office the term of which extends beyond two years are

members until the direct primary election at which nominations for the office are again to be made. If a nominee is elected to the office to which he or she was nominated at the succeeding general election, he or she shall be considered a "holdover member."

(2) (A) If the person most recently nominated to the Senate, Assembly, or House of Representatives received less votes for the particular office at the ensuing general election than a write-in candidate for the same office, and the write-in candidate is elected to that office at that ensuing general election, the write-in candidate shall, for the purposes of this part, be considered a "holdover member," provided that the write-in candidate's affidavit of registration reflects that that candidate has been affiliated with the party for at least 6 months prior to the general election.

(B) The person described in subparagraph (A) who was nominated to legislative office or to the House of Representatives but who was not elected to the particular office shall be designated as a "nominee member." Any person designated as a "nominee member" pursuant to this subparagraph shall be entitled to all the rights and privileges as provided other nominee members of the committee.

(c) One member appointed for each of the officers named in subdivision (a) of Section 7350, not represented by a "holdover member" nor by a "nominee member" of the party. These members shall be chosen and appointed in the manner provided in subdivision (e). These members are "appointive members."

(d) (1) Except as provided in paragraph (2), if a person qualifies more than once to be a member that person shall be a member by virtue of the most recent qualification. The resulting vacancy shall be filled pursuant to subdivision (e).

(2) If a person qualifies more than once to be a member and one of the qualifications to the committee, which is not the most recent qualification, is by virtue of the person being a holdover member, that person shall be considered a holdover member. In this instance, the resulting vacancy shall be filled pursuant to subdivision (e).

(e) Vacancies in nominee or holdover memberships shall be filled as follows:

(1) If the vacancy occurs in a senatorial or Assembly district situated wholly within the limits of a single county, by appointment by the county central committee of the party in the county. Whenever that vacancy occurs by virtue of the failure to nominate a person affiliated with the party, no person shall be chosen to fill the vacancy who does not reside in the senatorial or Assembly district involved.

(2) If the vacancy occurs in a senatorial or Assembly district comprising two or more counties, by appointment by the county central committee of the party in the county in which the disqualified or deceased member resided, if the vacancy is caused by disqualification or death, or in which the "holdover" or "nominee member" of the opposing party resides, if the vacancy is due to any other cause.

(3) If the vacancy occurs as to a member for a United States Senator from California or as to a member for any of the state officers named in subdivision (a) of Section 7350, by appointment by the state central committee.

(4) If the vacancy occurs as to a member for any Representative in Congress from California, by appointment by the state central committee of a voter who resides within the congressional district to be represented.

(f) A county central committee may authorize its chairperson to appoint members to fill vacancies in the membership which the county central committee has power to fill.

(Added by Stats. 1994, c. 920, §2.)

At least 30 days before the first meeting of the state central committee, the state central committee shall send a notice by mail to each person who is a holdover or nominee member which shall inform the member that:

(a) The member shall appoint voters as members of the state central committee and the number of appointments to which he or she is entitled.

(b) The appointment of members of the state central committee shall be made in writing in the form prescribed in Section 7354, signed by the delegate under penalty of perjury, and shall be filed in the office of the state central committee not later than 5 p.m. of the 10th day immediately preceding the Sunday on which the committee is to meet.

(c) Forms of proxy are enclosed, one of which he or she may use himself or herself, and the others he or she shall send with the notices of appointment to the state central committee.

(Added by Stats. 1994, c. 920, §2.)

At least 30 days before the first meeting of the state central committee, the state central committee shall send a notice by mail to each county central committee of the Republican Party:

(a) Informing it that the chairperson of the county central committee, who is elected immediately prior to the meeting of the state central committee for which the notice is sent, shall appoint members of the state central committee and the number of appointments to which he or she is entitled.

(b) Giving any other information as is required of a notice sent pursuant to Section 7352.

(Added by Stats. 1994, c. 920, §2.)

The state central committee shall enclose with the notice required by Section 7352 one copy of the following statement for appointment of members of the state central committee, which shall be in substantially the following form:

APPOINTMENT OF MEMBERS OF THE STATE CENTRAL
COMMITTEE OF THE REPUBLICAN PARTY MEETING AT
SACRAMENTO, IN THE YEAR 19__

I, _____, duly qualified as a member of the state central committee of the Republican Party at Sacramento in the year 19__ by reason of my (appointment by the _____ central committee) (nomination) (election to the office of _____) (strike out parts inapplicable) on the _____ day of _____, 19__ upon the Republican ticket, do hereby appoint the following voters, who shall be members of the state central committee:

Name	Senatorial, Congressional, Assembly district	Post office address

Name	Senatorial, Congressional, Assembly district	Post office address
Name	Senatorial, Congressional, Assembly district	Post office address
Name	Senatorial, Congressional, Assembly district	Post office address
Name	Senatorial, Congressional, Assembly district	Post office address
Name	Senatorial, Congressional, Assembly district	Post office address
Name	Senatorial, Congressional, Assembly district	Post office address
Name	Senatorial, Congressional, Assembly district	Post office address

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Date _____ Place of execution _____

(Delegate)

(Added by Stats. 1994, c. 920, §2.)

7355. Appointments by holdover member.

A holdover member shall make appointments to the membership of this committee of one voter of the same sex and two voters of the opposite sex, and shall appoint five additional voters without regard to sex.

(Added by Stats. 1994, c. 920, §2.)

7356. Appointment to membership.

The national committeeman and national committeewoman of the party, and the chairperson, vice chairperson, and immediate past chairperson of this committee, shall each appoint three voters to the membership of this committee, two of whom shall be of the opposite sex. The appointment shall be in addition to any other appointments authorized by this chapter.

(Added by Stats. 1994, c. 920, §2.)

7357. Appointments to membership.

Appointive members and nominee members who were not elected at the general election shall appoint three voters to the membership of this committee, two of whom shall be of the opposite sex.

(Added by Stats. 1994, c. 920, §2.)

7358. County central committee chairman may appoint state central committee members.

A chairperson of a county central committee may appoint persons to membership on the state central committee meeting immediately following his or her election as chairperson without regard to sex.

(a) In counties containing three or more Assembly districts he or she may appoint three voters to membership.

(b) In counties containing less than three Assembly districts but at least one entire Assembly district he or she may appoint two voters to membership.

(c) In counties containing less than one entire Assembly district he or she may appoint one voter to membership.

(Added by Stats. 1994, c. 920, §2.)

7359. Appointment of additional members by members filling vacancy.

Any person who is a member of this committee by reason of having been elected or appointed to fill a vacancy in a partisan office, shall within 60 days of his or her election or appointment, appoint additional members to the committee in the same manner as holdover members make those appointments.

(Added by Stats. 1994, c. 920, §2.)

7360. Notice of appointed members.

Appointments of members to this committee shall be made in writing signed by the member under penalty of perjury and delivered to the state central committee not later than 5 p.m. of the 10th day immediately preceding the Sunday in which the first meeting of this committee is to be held.

(Added by Stats. 1994, c. 920, §2.)

7361. Notice to appointed members of delegates.

Each holdover, nominee, or appointive member shall send a notice by mail to each person whom he or she has appointed as a member of this committee which will inform him or her of all of the following:

(a) He or she is a member of the committee.

(b) The committee will meet in Sacramento and the date of the meeting.

(c) The meeting may be attended either in person or by proxy.

(d) Every proxy shall be filed in the office of the state central committee not later than 5 p.m. of the day preceding the meeting of the committee.

(e) The proxy shall be in writing, signed by the member under penalty of perjury.

Each appointing member shall enclose with each notice one copy of the form of proxy sent to that delegate by the state central committee.

(Added by Stats. 1994, c. 920, §2.)

7362. Qualification for appointment.

A person is not eligible for appointment to this committee if he or she is not registered as affiliated with this party at the time of his or her appointment.

(Added by Stats. 1994, c. 920, §2.)

7363. Removal of appointive member.

This committee may remove any appointive member who during his or her term of membership affiliates with or registers as a member of another party, publicly advocates that the voters should not vote for the nominee of the party for any office, or publicly gives support to or avows a preference for a candidate of another party or candidate who is opposed to a candidate nominated by this party.

(Added by Stats. 1994, c. 920, §2.)

7364. Conditions of vacancy.

In the event of the appointment of an ineligible person, or whenever any member of this committee dies, resigns, or becomes incapacitated to act, or removes from the jurisdiction of the committee, or ceases to be a member of the committee's party, a vacancy exists that shall be filled in the manner prescribed in Section 7365. A vacancy shall also exist on this committee when a member is removed from the committee pursuant to Section 7363, and the vacancy shall be filled in the manner prescribed in Section 7365, the member to serve the remainder of the unexpired term of the member removed.

(Added by Stats. 1994, c. 920, §2.)

7365. Method of filling vacancy.

Should a member appointed to membership pursuant to Section 7355, 7357, or 7358, cease to be a member for any of the reasons specified in Section 7364, the vacancy shall be filled by the person who appointed him or her, unless that person is himself or herself no longer a member of this committee or indicates that he or she does not wish to fill the vacancy, in which instances the committee shall do so.

Notice shall be given by the committee to a person entitled to fill a vacancy under this section as soon as possible after the occurrence of the vacancy and vacancies shall be filled not less than three days preceding the first meeting of the committee. The committee shall notify in writing the state chairperson of all appointments made pursuant to this section.

(Added by Stats. 1994, c. 920, §2.)

7366. Form of appointment of alternate or associate member.

In the event the appointment of alternate or associate members is authorized, this committee shall supply forms to the members for the appointment of those members. The forms shall be in substantially the same language as set forth in Section 7354, and shall contain suitable spaces wherein there can be listed the addresses and the numbers of the congressional, Assembly, and senatorial districts in which the appointees reside.

(Added by Stats. 1994, c. 920, §2.)

Article 2. Proxies

7375. Attendance by proxy.

Any member may attend a meeting of this committee by a proxy that satisfies the requirements of this article.

(Added by Stats. 1994, c. 920, §2.)

7376. Proxy form.

The state central committee shall enclose with the notice required by Section 7352 copies of the following form of proxy for attendance at the meeting of the state central committee:

**PROXY FOR ATTENDANCE AT THE STATE CENTRAL
COMMITTEE OF THE REPUBLICAN PARTY MEETING AT
SACRAMENTO, IN THE YEAR 19__**

I, ____, duly qualified to sit as a member of the state central committee of the Republican Party meeting at Sacramento in the year 19__ do hereby designate ____ (name); ____ (post office address); as my proxy with full power to act for me in every respect as a duly qualified member of the state central committee meeting at Sacramento on the __ day of ____, 19__.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Date _____ Place of execution _____, Member

(Added by Stats. 1994, c. 920, §2.)

7377. Recognition of proxies.

Proxies to be recognized by the committee on proxies and credentials shall be signed by the member under penalty of perjury and shall be in the form prescribed in Section 7376.

(Added by Stats. 1994, c. 920, §2.)

7378. Recognition of proxy; filing.

No proxy shall be recognized unless filed in the office of the state central committee not later than 5 p.m. of the day preceding the state committee meeting.

(Added by Stats. 1994, c. 920, §2.)

7379. Revocation or change of proxy.

Revocation or change of proxies shall be recognized by the committee on proxies and credentials only upon a personal request made by the member who granted the proxy before the committee.

(Added by Stats. 1994, c. 920, §2.)

Article 3. General Business

7380. Duties of chairman; first meeting.

The chairperson of this committee shall call the committee to order at 10 a.m. of the first meeting and, as soon as practicable thereafter, shall cause the roll to be called from the list of members and proxies. The next business in order shall be the election of a temporary chairperson, which may be by acclamation or, if there is a contest, by rollcall or any other method prescribed by this committee.

(Added by Stats. 1994, c. 920, §2.)

7381. Duties of temporary chairman; first meeting.

The temporary chairperson, upon election, shall appoint at once a committee on proxies and credentials consisting of one member from each senatorial district, selected from among the members of this committee certified by the Secretary of State.

(Added by Stats. 1994, c. 920, §2.)

7382. Selection of officers.

This committee shall choose its officers by rollcall vote or any other method prescribed by this committee, except that in each case where there is no contest for the office, the officer may be elected by acclamation. Its officers shall have the power usually exercised by those committees and the officers thereof insofar as may be consistent with this division.

(Added by Stats. 1994, c. 920, §2.)

7383. Selection of executive committee.

This committee may select from its membership an executive committee to which it may grant all or any portion of its powers and duties.

(Added by Stats. 1994, c. 920, §2.)

7384. Term of chairman.

The chairperson of this committee shall serve a two-year term, but shall not succeed himself or herself, and the chairpersonship shall alternate each biennium between the northern and southern territories.

The southern territory consists of the following counties: Imperial, Los Angeles, Orange, Riverside, San Bernardino, San Diego, Santa Barbara, and Ventura. The northern territory consists of the remaining counties.

(Added by Stats. 1994, c. 920, §2.)

7385. Party campaigns.

This committee shall conduct party campaigns for this party and in behalf of the candidates of this party. It shall appoint committees and appoint and employ campaign directors and perfect whatever campaign organizations it deems suitable or desirable and for the best interest of the party.

(Added by Stats. 1994, c. 920, §2.)

7386. Definition of quorum.

A quorum of this committee is a majority of the entire membership, represented either in person or by proxy.

(Added by Stats. 1994, c. 920, §2.)

7387. Conduct of committee proceedings.

The proceedings at all meetings of this committee shall be governed by any manual of parliamentary procedure designated by the committee.

(Added by Stats. 1994, c. 920, §2.)

7388. Adoption of state party platform.

The committee shall adopt the state party platform according to the bylaws of the Republican Party.

(Added by Stats. 1994, c. 920, §2.)

7389. Limitation of power; restraining order prohibiting endorsement.

(a) The state central committee may prohibit or limit the power of county central committees established pursuant to Chapter 4 (commencing with Section 7400) to endorse, support, or oppose any candidate for nomination by the Republican Party for partisan office in the direct primary election.

(b) The superior court, in any case brought before it by the state central committee or by any registered voter, may issue a temporary or permanent restraining order or injunction to prohibit the endorsement, support, or opposition by a county central committee of any candidate for nomination by the Republican Party for partisan office in the direct primary election, if the endorsement, support, or opposition is in violation of the bylaws or rules of the state central committee. All cases of this nature shall be in a preferred position for purposes of trial and appeal, so as to assure the speedy disposition thereof.

(Added by Stats. 1994, c. 920, §2.)

Chapter 4. County Central Committee

Article 1. Members

7400. Election of county committee members; counties with less than five assembly districts.

In each county containing less than five Assembly districts, a county central committee shall be elected by supervisor districts, and the number to be elected from any supervisor district shall be determined as follows: There shall be taken the number of votes cast in the supervisor district at the last gubernatorial election for that party's candidate for Governor, or, if the party had no candidate for Governor, for the candidate of the party voted on throughout the state who received the greatest number of votes and who was the candidate of that party alone. This number shall be divided by one-twentieth of the number of votes cast in that county for Governor or, where the party had no candidate for Governor, for the candidate

mentioned above. The integer next larger than the quotient obtained by such division shall constitute the number of members of the committee to be elected by that party in that supervisor district.

The committees in counties containing less than five Assembly districts shall be composed of not less than 21 members. If the procedure outlined above would result in less than 21 members being elected for any committee, the number of votes cast for this party's candidate in each supervisor district shall be divided by an amount sufficiently smaller than one-twentieth of the votes cast for Governor in that county as to give a membership in the committee equal to or the nearest amount which is greater than 21 members.

(Added by Stats. 1994, c. 920, §2.)

7401. Election of county committee members; counties with 5 to 19 assembly districts.

In each county containing more than four and less than 20 Assembly districts, a county central committee shall be elected from Assembly districts and shall consist of six members elected from each Assembly district.

(Added by Stats. 1994, c. 920, §2.)

7402. Election of county committee members; counties with 20 or more assembly districts.

In each county containing 20 or more Assembly districts a county central committee shall consist of seven members elected from each Assembly district contained either wholly or partially within the county. In an Assembly district that lies only partially within a county containing 20 or more Assembly districts, the seven members shall be elected from that portion of the Assembly district contained within the county.

(Added by Stats. 1994, c. 920, §2.)

7403. County committee members; number to be elected.

In each city and county, a county central committee shall be elected by Assembly districts and shall consist of 13 members elected from Assembly District 12 and 12 members elected from Assembly District 13.

(Added by Stats. 1994, c. 920, §2.)

7404. Ex officio members of committee.

(a) In each county, the nominee of the party for State Senator, the nominees of the party for the Assembly, and any person nominated to either the Senate or Assembly at a special election to fill a vacancy in the house, and the nominee of the party for Representative in Congress shall be ex officio members of this committee. If the person most recently nominated or elected from one party at the special election for an Assembly or Senate seat, or for the House of Representatives shall be other than the nominee of that party for the same office at the earlier election, the ex officio membership of the latter nominee shall expire immediately upon certification by the Secretary of State of the nomination or, if there is no runoff, the election of the person most recently nominated or elected. Ex officio members shall be entitled to all the rights and privileges, including the right to vote, and shall have the same standing in every way as other members of this committee, except they shall not be entitled to a ballot designation of incumbent upon seeking election to this committee in the next direct primary. A person shall be entitled to ex officio membership upon receiving a certificate of nomination from the Secretary of State pursuant to Section 8147, at which time the term of the former nominee shall expire.

(b) If the person most recently nominated to the Senate, Assembly, or House of Representatives received less votes for the particular office at the ensuing general election than a write-in candidate for the same office, and the write-in candidate is

elected to that office the write-in candidate shall, for purposes of this part, be considered the ex officio member of each affected county, provided that the write-in candidate's affidavit of registration reflects that that candidate has been affiliated with the party for at least six months prior to the general election.

(c) If a write-in candidate is entitled to ex officio membership on each affected county central committee pursuant to subdivision (b), each affected county central committee shall, designate the party nominee described in subdivision (b) as an additional ex officio member to its committee. Any person designated as an ex officio member under this subdivision shall be entitled to all the rights and privileges as other ex officio members of the committee.

(Added by Stats. 1994, c. 920, §2.)

7405. Other ex officio members of committee.

The nominee for each of the following offices shall be an ex officio member of the committee in the county in which he or she resides:

(a) Governor.

(b) Lieutenant Governor.

(c) Treasurer.

(d) Controller.

(e) Attorney General.

(f) Secretary of State.

(g) Member of the State Board of Equalization.

(h) United States Senator from California. His or her rights and privileges, including the right to membership, shall be the same as those prescribed for other ex officio members in Section 7404.

(Added by Stats. 1994, c. 920, §2.)

7406. Appointment of alternate members.

A committee may authorize each elected member and each ex officio member of that committee to appoint an alternate member. An ex officio member who is also an incumbent officeholder of any of the offices listed in Sections 7404 and 7405 at the time of the meeting of the committee may appoint an alternate member without authorization from that committee, if the member desires to appoint an alternate.

The alternate member shall have the right to vote only with the written authorization of the member who appointed him or her. An alternate member of a committee shall be subject to the rules and regulations of the committee.

An alternate member must meet the same qualifications as the regular member, and may vote only in the absence of the member who appointed him or her, except that an alternate member appointed by an incumbent Senator, Member of the Assembly, or Representative in Congress need not reside in the district of the appointing power but need only reside in the county of jurisdiction of the committee.

(Added by Stats. 1994, c. 920, §2.)

7407. Eligibility.

A person shall not be eligible for appointment or election to a committee who is not registered as affiliated with this party at the time of his or her appointment or election.

(Added by Stats. 1994, c. 920, §2.)

7408. Oath.

Each member of a committee, whether elected to the committee or appointed to fill a vacancy, before he or she enters upon the duties of his or her office, shall take and subscribe the oath or affirmation set forth in Section 3 of Article XX of the Constitution.

The oath or affirmation required by this section may be taken before any officer authorized to administer oaths and no fee shall be charged by any person before whom the oath is taken or subscribed.

(Added by Stats. 1994, c. 920, §2.)

7409. Candidates not equal to number entitled.

In the event that the candidates elected to a committee from a district do not equal the number of party committeemembers to which that district is entitled to be represented, a vacancy or vacancies exist to the extent of the difference between the number of elected committeemembers and the number of committeemembers by which the district is entitled to be represented. When a vacancy or vacancies exist they shall be filled by the committee to which insufficient members were elected, in the manner provided for in Section 7410.

(Added by Stats. 1994, c. 920, §2.)

7410. Conditions for vacancy.

In the event of the appointment or election to a committee of an ineligible person, or whenever any member of the committee dies, resigns or becomes incapacitated to act, or removes from the jurisdiction of the committee, or ceases to be a member of this party, a vacancy exists which shall be filled by appointment by the committee in which the ineligibility or vacancy occurs. A vacancy shall also exist on a committee when a member is removed from the committee pursuant to Section 7411 or 7413.

(Added by Stats. 1994, c. 920, §2.)

7411. Removal for absence.

Any member of a committee, other than an ex officio member, who misses four regularly called meetings within one 12-month period shall be removed from the committee concerned, unless his or her absence is caused by illness or temporary absence from the county on the date of the meeting.

(Added by Stats. 1994, c. 920, §2.)

7412. Automatic resignation.

The removal of residence by an elected or appointed member of a committee from the Assembly district or supervisor district from which he or she has been elected or appointed a member of that committee shall constitute his or her automatic resignation from the committee.

(Added by Stats. 1994, c. 920, §2.)

7413. Removal for party affiliation.

A committee may remove any member, other than an ex officio member, who during his or her term of membership affiliates with, or registers as a member of another party, who publicly advocates that the voters should not vote for the nominee of this party for any office, or who gives support or avows a preference for a candidate of another party or candidate who is opposed to a candidate nominated by this party.

(Added by Stats. 1994, c. 920, §2.)

7414. Notice of appointment to fill vacancy.

Whenever any person is appointed to fill a vacancy on a committee, the chairperson of the committee shall file notices of the appointment with the elections

official and the chairperson of the state central committee within 30 days after it is made. The notices shall contain the name and address of the person appointed and the name of the person replaced, and shall indicate the date of the appointment.

(Added by Stats. 1994, c. 920, §2.)

Article 2. Election

7420. When county central committee elected.

At every direct primary election a county central committee shall be elected in each county.

(Added by Stats. 1994, c. 920, §2.)

7421. Computation of members allotted.

The elections official, no later than January 31 preceding the direct primary, shall compute the number of members of the committee allotted to each Assembly district or supervisor district, as the case may be, pursuant to this article.

(Added by Stats. 1994, c. 920, §2.)

7422. Conditions for candidate's name to appear on ballot.

In each county the name of each candidate for member of a committee shall appear upon the ballot only upon the filing of a nomination paper pursuant to Articles 2 (commencing with Section 8020) and 6 (commencing with Section 8100) of Chapter 1 of Division 8, signed on his or her behalf by the voters of the Assembly or supervisorial district in which he or she is a candidate.

(Added by Stats. 1994, c. 920, §2.)

7423. Conditions for printing names on ballot.

If the elections official, on the 73rd day prior to the direct primary election, finds that the number of candidates nominated for election to a committee from an Assembly or supervisorial district does not exceed the number of candidates to be elected from that Assembly or supervisorial district, the designation of the office and the names of the candidates shall not be printed on this party's ballot in the Assembly or supervisorial district, unless there is filed with the elections official, not later than 20 days after the final date for filing nomination papers for the positions, petition indicating that a write-in campaign will be conducted for the office, and signed by 25 registered voters affiliated with the political party involved. In lieu thereof, the board of supervisors shall declare elected the candidates who have been nominated, and those candidates shall be entitled to receive certificates of election in the same manner as other candidates elected to a committee.

(Added by Stats. 1994, c. 920, §2.)

7424. Vacancy because of death of candidate.

Whenever a candidate for election to a committee dies on or before the day of election, and a sufficient number of ballots are marked as being voted for him or her to entitle him or her to election if he or she had lived until after the election, a vacancy exists on the county central committee, which shall be filled by the committee in the same manner as other vacancies are filled.

(Added by Stats. 1994, c. 920, §2.)

Article 3. Meetings

7430. Meetings in a state building.

The Department of General Services shall permit any committee that desires to do so to hold meetings in a state building within the county, at least one of which meetings each month shall be without charge.

(Added by Stats. 1994, c. 920, §2.)

7431. Meetings accessible to physically handicapped.

All meetings of the committee shall be held in quarters that shall be accessible to persons with disabilities.

(Added by Stats. 1994, c. 920, §2.)

Article 4. General Business**7440. Party campaign.**

A committee shall have charge of the party campaign under general direction of the state central committee or of the executive committee selected by the state central committee.

(Added by Stats. 1994, c. 920, §2.)

7441. Selection of officers.

At the first organizational meeting, a committee shall organize by selecting a chairperson, a secretary, and any other officers and committees as it deems necessary for carrying on the affairs of this party.

(Added by Stats. 1994, c. 920, §2.)

7442. Rules and regulations.

A committee may make rules and regulations providing for any of the following:

(a) How officers of the committee may be removed.

(b) How meetings may be called, and any provisions so made shall supersede anything in this chapter to the contrary.

(c) Whether or not proxies may be used and the conditions under which they may be used.

Any rule adopted prior to statutory authorization by any county central committee by majority vote of the members elected to the committee is hereby validated and made of the same effect as if subsequently adopted.

(Added by Stats. 1994, c. 920, §2.)

7443. Committee duties.

The committees shall perform any other duties and services for this political party as seem to be for the benefit of the party. They shall continue to function and exist until the election at the succeeding direct primary and qualification of the members of the new county central committees.

(Added by Stats. 1994, c. 920, §2.)

7444. Members may call meeting.

If the chairperson of a committee refuses to call a meeting, a meeting may be called upon five days' notice by a majority of the members of the committee.

Within five days after a committee meets for its organizational meeting, the newly elected chairperson of the committee shall notify the elections official of his or her name. The elections official shall mail a certificate to that effect to the Secretary of State.

(Added by Stats. 1994, c. 920, §2.)

Article 5. District Committees**7460. Applicability of this article.**

This article applies only to committees established by Assembly districts or supervisorial districts within a county pursuant to the bylaws of the county central committee of that county.

(Added by Stats. 1994, c. 920, §2.)

7461. Name of committee.

The committees shall be called county Assembly district committees or county supervisorial district committees.

(Added by Stats. 1994, c. 920, §2.)

7462. Membership of committee.

Each committee shall consist of the persons elected to the county central committee of a single Assembly or supervisorial district.

(Added by Stats. 1994, c. 920, §2.)

7463. Make-up of county central committee.

The district committees of a county and the ex officio members of the county central committee constitute the county central committee of that county.

(Added by Stats. 1994, c. 920, §2.)

7464. Election of officers

The district committees may elect any officers and undertake any action as the bylaws of the county central committee of which they are a part provide.

(Added by Stats. 1994, c. 920, §2.)

7465. Candidates not equal to number entitled.

In the event that the candidates elected to a district committee do not equal the number of party committeemembers by which the district is entitled to be represented under Article 1 (commencing with Section 7400), a vacancy or vacancies exist to the extent of the difference between the number of elected committeemembers and the number of committeemembers by which the district is entitled to be represented. When a vacancy or vacancies exist, they shall be filled by the district committee to which insufficient members were elected.

(Added by Stats. 1994, c. 920, §2.)

7466. Conditions for vacancy.

In the event of the appointment or election to a district committee of an ineligible person, or whenever any member of the committee dies, resigns or becomes incapacitated to act, is removed from office, or removes from the jurisdiction of the district committee, or ceases to be a member of this party, a vacancy exists which shall be filled by appointment by the district committee in which the ineligibility or vacancy occurs.

(Added by Stats. 1994, c. 920, §2.)

7467. Removal for absence.

Any member of a district committee who misses more than three consecutive regularly called meetings of the county central committee may be removed by a vote of that district committee concerned, unless his or her absence is caused by illness or temporary absence from the county on the date of the meeting.

(Added by Stats. 1994, c. 920, §2.)

7468. Automatic resignation.

The removal of residence by an elected or appointed member of a district committee from the Assembly district or supervisorial district from which he or she has been elected or appointed a member of that committee shall constitute his or her automatic resignation from that committee.

(Added by Stats. 1994, c. 920, §2.)

7469. Removal for party affiliation.

A district committee shall remove any member of that committee who is required to be removed under Section 7413.

(Added by Stats. 1994, c. 920, §2.)

7470. Notice of appointment to fill vacancy.

Whenever any person is appointed to fill a vacancy on a district committee, the district committee shall notify within 10 days the chairperson of the county central committee who shall file a notice of the appointment with the elections official within 30 days after it is made. The notices shall contain the name and address of the person appointed and the name of the person replaced, and shall indicate the date of the appointment.

(Added by Stats. 1994, c. 920, §2.)

PART 4. AMERICAN INDEPENDENT PARTY

Chapter 1. General Provisions

7500. Applicability of this part.

This part shall apply to the organization, operation, and functions of that political party known as the American Independent Party of California.

(Added by Stats. 1994, c. 920, §2.)

Chapter 2. State Convention

Article 1. Delegates

7550. Number of delegates.

The state convention shall consist of one delegate for each of the following officers:

- (a) Governor.
- (b) Lieutenant Governor.
- (c) Treasurer.
- (d) Controller.
- (e) Attorney General.
- (f) Secretary of State.
- (g) All members of the State Board of Equalization.
- (h) All Senators and Representatives of Congress from California.
- (i) All Members of the Legislature.
- (j) National committeemen and committeewomen.
- (k) Chairperson and state vice chairperson of the state central committee.

(Added by Stats. 1994, c. 920, §2.)

7551. State convention delegates.

The state convention shall be composed of the following delegates:

(a) Each officer named in Section 7550 who was nominated and elected as a candidate of the party and whose term of office extends beyond the first Monday in December in the case of legislators and the Monday after January 1 in the case of other officers next following the direct primary election, or the appointee or successor appointed, elected, or otherwise designated by law to fill a vacancy in the office of any such officer. These delegates are "holdover delegates."

(b) Each candidate of the party in whose behalf nomination papers were filed and who was nominated at the direct primary election by that party. These delegates are "nominee delegates." Nominees for an office the term of which extends beyond two years are delegates to each succeeding state convention until that following the direct primary election at which nominations for the office are again to be made. If a candidate is a "nominee delegate" to the state convention held in the year in which he or she is nominated, and is elected to the office at the succeeding

LACRCC Bylaws

**BYLAWS OF THE REPUBLICAN CENTRAL COMMITTEE
OF LOS ANGELES COUNTY
1994-96**

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**BYLAWS OF THE REPUBLICAN CENTRAL COMMITTEE
OF LOS ANGELES COUNTY
1994-96**

ARTICLE I - NAME

The name of this organization shall be the Republican Central Committee of Los Angeles County, also known as the Republican Party of Los Angeles County, and hereinafter referred to as the "County Committee", with present headquarters located at 2550 West Main Street, Suite 301, Alhambra, CA 91801. The headquarters location may be changed but shall remain within Los Angeles County.

ARTICLE II - PURPOSE

The purpose of the County Committee is to advance the principles, ideals and policies of the Republican Party and to aid in the election of Republican candidates to public office.

ARTICLE III - OBJECTIVES

The objectives of the County Committee shall include, but not be limited to:

1. Encouraging voter registration;
2. Turning out friendly voters;
3. Promoting candidate recruitment and development;
4. Promoting an informed electorate;
5. Supporting fund-raising to finance its activities;
6. Publicizing and aiding activities of volunteers and candidates;
7. Motivating eligible residents to become citizens.

ARTICLE IV - MEMBERSHIP

Section 1. Types of Membership.

The membership of the County Committee shall consist of five types of members: regular Members (hereinafter referred to as "Members"); regular Member Alternates (hereinafter referred to as "Alternates"); Ex-Officio Members; Ex-Officio Member

the Appointing Member ceases to be a Member. In addition, removal of Alternates is mandatory under the provisions of Section 2.c. in this Article.

Section 4. Ex-Officio Members.

a. Definition, Term of Office. The membership and term of office of an Ex-Officio Member of the County Committee shall be as specified in the California Elections Code, Chapter 4, Sections 9324 and 9325, as amended from time to time.

b. Qualifications/Eligibility. A nominee for legislative partisan office is qualified to be an Ex-Officio Member of the County Committee if the legislative district in which nominated contains at least one voting precinct in Los Angeles County. A nominee for state constitutional office or United States Senate is qualified to be an Ex-Officio Member of the County Committee provided the nominee's residence is in Los Angeles County.

c. Rights and Privileges. Ex-Officio Members shall be entitled to all the rights and privileges, including the right to vote, and shall have the same standing in every way as members, except they shall not be entitled to a ballot designation of incumbent upon seeking election to the County Committee in the next direct primary.

d. Removal.

(1) The removal of residence from Los Angeles County by a nominee for state constitutional office or United States Senate shall constitute automatic resignation as an Ex-Officio Member of the County Committee.

(2) Ex-Officio Members who are nominees for partisan legislative office shall not be removed for cause by the County Committee.

(3) Ex-Officio Members (who are Members by virtue of being a nominee) who remove their residence from the District but are still within the jurisdiction of Los Angeles County shall continue as Ex-Officio Members of the County Committee but no longer as a Member of the District Committee. Such Ex-Officio members shall not be appointed by the new District Committee to be an Ex-Officio Member,

Section 5. Ex-Officio Alternates.

a. Definition, Term of Office. Subject to the provisions of Section 9326 of the Elections Code, one Alternate may be appointed without authorization from the County Committee by each Ex-Officio member, such Alternate's term to run concurrently with that of the Appointing Ex-Officio Member.

b. Qualifications/Eligibility. An Ex-Officio Alternate must meet the same qualifications as the appointing power and may vote only in the absence of the appointor, except that an Alternate appointed by an incumbent State Senator,

Assemblyman, or Representative in Congress need not reside in the district of the appointing power but need only reside in the county of jurisdiction of the County Committee. (See Section 9326, Elections Code, as amended.)

c. **Removal.** An Ex-Officio Alternate serves at the pleasure of the appointing power and may be removed at any time for any reason by that Member. An Ex-Officio Alternate is automatically removed if the appointing power ceases to be a Member.

In addition, removal of Ex-Officio Alternates appointed by Ex-Officio Members who are not incumbent officeholders may take place according to the provisions set forth in Section 2.c. in this Article. Said provisions for removal shall not apply to Ex-Officio Alternates appointed by Ex-Officio Members who are incumbent officeholders.

Section 6. Associate Members.

a. **Definition, Term of office.** To be an Associate Member of the County Committee, an individual shall either be elected by majority vote by the Members and Ex-Officio Members in an Assembly District Committee, or be appointed as an At-Large Associate Member by the Chairman of the County Committee. The term of office shall be the same as the term of office of those members who participated in electing him/her or that of the Chairman of the County Committee

b. **Qualifications/Eligibility.** Any registered Republican whose residence is in Los Angeles County is qualified to be an Associate Member.

c. **Voting.** Associate members shall not have the right to vote.

d. **Removal.** An Associate Member serves at the pleasure of the appointing power and may be removed at any time for any reason by the appointing power.

ARTICLE V - VOTING AND ALTERNATES

Section 1. Voting by Proxy.

Voting by proxy shall be expressly prohibited at any meeting of the County Committee, Executive Committee, or at meetings of Assembly, Senatorial, or Congressional District Committees. This Section shall not be construed to prohibit the appointment of Alternates or Ex-Officio Alternates from voting for determining the presence of a quorum, in the absence of the appointing power.

Section 2. Voting Rights of Alternates and Ex-Officio Alternates.

With the written permission of the Member or Ex-Officio Member who appointed them, Alternates and Ex-Officio Alternates shall have the right to vote at County

Committee meetings, as well as at Assembly, Senatorial, and Congressional District Committee meetings, and they shall be counted to determine the presence of a quorum in the absence of the appointing power. Such written permission or authorization shall continue in full force and effect for the term of the appointing power until revoked in writing or until such authorizing appointing power shall no longer be a member of the County Committee for any reason whatsoever. Alternates and Ex-officio Alternates may vote only in the absence of the appointing power. (Reference: Election Code, Chapter 4, Article 1, Section 9326 as amended.)

Section 3. Quorum Determination.

No Alternate or Ex-Officio Alternate may vote or be counted to determine the presence of a quorum at any Executive Committee meeting.

ARTICLE VI - MEETINGS OF THE COUNTY COMMITTEE

Section 1. Organizational Meeting.

a. **Time and Place.** The Organizational Meeting shall be held within thirty (30) days from the date of official certification of the election, the time and place to be determined by the Executive Committee.

b. **Voting Eligibility.** The following individuals are eligible to vote at the start of the Organizational Meeting.

(1) Members and Ex-Officio Members who are not incumbent officeholders and have received Certificates of Election from The Secretary of State, and who have submitted to the County Committee staff signed and notarized Oaths of Office in the form set forth in Section 3 of Article XX of the State Constitution;

(2) Ex-Officio Members who are incumbent officeholders;

(3) Alternates and Ex-Officio Alternates who have written authorization to vote from their appointing Member or Ex-Officio Member, which Member or Ex-Officio member (except for incumbent officeholders) previously shall have submitted to the County Committee staff a signed and notarized Oath of Office as described in Section 1.b.(1) in this Article. Said Alternates and Ex-Officio Alternates may vote only in the absence of the Appointing Power.

The Credentials Committee may deem late arrivals eligible to vote on items of business subsequent to the Credentials Committee report.

c. Order of Business. The Order of Business of the Organizational Meeting shall be as follows:

- (1) Call to order by the outgoing Chairman or, in his absence, by the outgoing first or second Vice Chairman.**
- (2) Invocation and Pledge of Allegiance.**
- (3) Oath of Office ceremony.**
- (4) Adoption of Temporary Rules, i.e., existing Bylaws.**
- (5) Nomination and election of a Temporary Chairman. The Temporary Chairman shall be a Member or Ex-Officio Member of the County Committee.**
- (6) Appointment of a Temporary Secretary, Temporary Sergeant-at-Arms, Temporary Parliamentarian, and Temporary Chairmen and members of the following Committees:**
 - (a) *Credentials Committee*, whose duties shall be to consider any disputes regarding eligibility of Members, Ex-Officio Members, Alternates, or Ex-Officio Alternates to vote at the Organizational Meeting, and to make recommendations regarding same.**
 - (b) *Bylaws/Rules Committee*, whose duties shall be to recommend for adoption permanent Bylaws.**
 - (c) *Resolutions Committee*, whose duties shall be to consider all resolutions submitted by Members or Ex-Officio Members, and make recommendations regarding same.**
 - (d) *Nominating Committee*, whose duties shall be to recommend a candidate for each County Officer position.**
 - (e) *Any Other Committee* as may be deemed advisable by the body. Said Temporary Officers, Committee Chairmen, and Committee members shall be Members or Ex-Officio Members of the County -- Committee.**
- (7) Recess for caucuses of Assembly, Senate, and Congressional District Committees solely for the election of officers and representatives as provided for in Article XIV, Section 4; followed by continuing recess for Temporary Committee meetings.**

(8) Reconvene meeting to receive reports of Temporary Committees:

- (a) Credentials Committee;**
- (d) Rules/Bylaws Committee;**
- (c) Resolutions Committee;**
- (d) Nominating Committee.**

The report of the Nominating Committee shall be deemed a nomination, but additional nominations may be made from the floor. Only Members or Ex-Officio Members shall be eligible to be nominated for County Officer positions.

- (9) Election of permanent Chairman, First Vice Chairman, Second Vice Chairman, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer. Voting shall be by secret ballot, except in the case of unopposed nominees.**

- (10) Report of tellers and declaration of results of election.**

- (11) Reports of any other committees.**

- (12) Appointment of Escort Committee for purpose of escorting new Chairman to the podium.**

- (13) Adjournment.**

Section 2. Other County Committee Meetings.

a. Frequency of Meetings. Meetings of the County Committee may be convened at any time upon the call of the County Chairman. The County Chairman shall call at least one meeting of the County Committee each quarter of each year.

b. Notice Requirement. Meetings of the County Committee shall require at least ten (10) days advance written notice to all Members, Ex-Officio Members, and their Alternates.

c. Request for Meeting by Members and Ex-Officio Members. At the written request of any thirty (30) Members and/or Ex-Officio Members of the County Committee, the Chairman shall send by mail, notice of a meeting of the County Committee within ten (10) days of such request.

d. Refusal by Chairman to Call Meeting. If the Chairman of the County Committee refuses to call a meeting a meeting may be called upon five (5) days notice by a majority of the members of the Committee. (Ref: Art. IV, Sec. 9444 of the Election Code, as amended from time to time.)

e. Purpose of Meetings. County Committee meetings called pursuant to Sections 2.a. through 2.d. in this Article, may be for the purpose of transacting any and all business, and no specific purpose for the meeting need be stated in the notice thereof, except for specially called meetings.

f. Order of Business. The Order of Business at all County Committee meetings (except for the Organizational Meeting) shall be:

- (1) Call to Order.
- (2) Invocation and Pledge of Allegiance.
- (3) Items on the published agenda, which shall be distributed prior to the time the meeting is called to order.

g. Definition of Quorum. A quorum of the County Committee shall consist of seventy (70) Members and Ex-Officio Members to conduct all business except changing of the Bylaws or removal of a County Officer. A quorum shall consist of one hundred (100) Members and Ex-Officio Members in order to change the Bylaws or remove a County Officer. Once a quorum is established, it shall be deemed to continue throughout the meeting unless a further quorum call is requested by any Member or Ex-Officio Member during the meeting.

ARTICLE VII - EXECUTIVE COMMITTEE

Section 1. Composition.

a. The Executive Committee shall consist of the Officers of the County Committee, to wit:

Chairman	Assistant Secretary
First Vice Chairman	Treasurer
Second Vice Chairman	Assistant Treasurer
Secretary	

who, as a group, shall hereinafter be referred to as the "Executive Board", together with the District Representatives provided for in Section 1.b. in this Article and six (6) Representatives-at-Large to be appointed by the Chairman from among Members and Ex-Officio Members of the County Committee, who shall serve at the pleasure of the County Chairman.

b. District Representatives from Assembly District Committees: Each Assembly District lying wholly or partially within Los Angeles County shall have a District representative as a voting member of the Executive Committee. Such Representatives shall be chosen from among Members and Ex-officio Members of the respective Assembly District Committees. The Representative shall be chosen by a majority vote of the Members and Ex-Officio Members of the respective Assembly District Committee, and may be the Assembly District Chairman. In the absence of, or

until the election of a District Representative, the District Representative shall be the Assembly District Chairman.

c. District Representatives from Senatorial and Congressional District Committees: Each Senatorial and Congressional District lying wholly or partially within Los Angeles County shall have a District Representative as a voting member of the Executive Committee. Said District Representatives shall be the District Committee Chairman of the respective Senatorial and Congressional District Committees, except in the case where the Executive Committee Representative is removed for non-attendance as set forth in Section 1.d. in this Article, in which case the Executive Committee Representative and the District Committee Chairman may be two separate individuals.

d. Removal for Non-attendance: Any Executive Committee Member who misses three (3) successive Executive Committee meetings may be removed by the appointing District from the Executive Committee. The Members and Ex-Officio Members of the District Committee shall elect a successor District Representative to the Executive Committee.

e. Sergeant-at-Arms: The Chairman shall appoint a Sergeant-at-Arms with the approval of the Executive Committee. The Sergeant-at-Arms shall be a Member or Ex-Officio Member of the County Committee and shall have a vote on the Executive Committee provided such appointee is already a member of the Executive Committee but not by virtue of the office of Sergeant-at-Arms. The Sergeant-at-Arms shall perform the required duties at County Committee Meetings and Executive Committee Meetings.

f. Parliamentarian: The Chairman may appoint a Parliamentarian, who should be a Registered Parliamentarian, to serve at meetings of the County Committee and Executive Committee.

Section 2. Powers.

The powers of the County Committee shall be vested in the Executive Committee.

Section 3. Responsibilities.

The Executive Committee shall be responsible for, but not limited to, the following areas of activity:

a. To accomplish the purposes and objectives of the County Committee as stated in Article II - Purpose and Article III - Objectives.

b. The raising, or the authorization for raising, of necessary funds to carry on the full time, aggressive Party program of the County Committee, and the expenditure of such funds, as provided for in Article XII - Budget & Publication Committees.

c. To conduct and have charge of the Party campaign under the general direction of the State Central Committee or the Executive Committee selected by the State Central Committee. (See Article IV, Section 9440, California Election Code.)

Section 4. Meetings and Notice.

The Executive Committee shall meet as often as may be deemed necessary by the Chairman, and there shall be at least one regular meeting each calendar month. Seven (7) days written notice shall be given to the entire Executive Committee for all meetings called by the Chairman or by prior resolution of the Executive Committee. Ten (10) members of the Executive Committee may call a meeting on seven (7) days written notice to the entire Executive Committee.

Section 5. Order of Business.

The Order of Business at all Executive Committee meetings shall be:

- a. Call to Order;
- b. Invocation and Pledge of Allegiance;
- c. Items on the published agenda, which shall be distributed prior to the time the meeting is called to order.

Section 6. Definition of a Quorum.

Subject to the provisions of Article V, Section 3, thirty-three and one-third percent (33-1/3%) of the total membership of the Executive Committee shall constitute a quorum for the transaction of business.

ARTICLE VIII - COUNTY OFFICERS

Section 1. Chairman.

The Chairman of the County Committee shall be its Chief Executive Officer, and shall call and preside at all meetings of the County Committee, Executive Committee and the Executive Board. Additionally, the Chairman:

- a. Shall carry into effect, or cause to be carried into effect, the views and orders of the County Committee and the Executive Committee;
- b. Shall perform such specific duties as may be prescribed elsewhere in these Bylaws, or such as may be assigned by the Executive Committee;
- c. Shall have authority, by and with the advice and consent of the Executive Committee, to appoint committees other than those prescribed herein;

d. Shall have authority, by and with the advice and consent of the Executive Committee, to manage and supervise the affairs of the County Committee through the Executive Director and the Controller as provided for in these Bylaws;

e. When not a specific voting member of a Committee listed in Article XIII - Committees, the Chairman shall be a non-voting ex-officio member of all such committees.

Section 2. First and Second Vice Chairmen.

In the absence or the disability of the Chairman, the Vice Chairmen, in order, shall perform all of the duties of the Chairman. When so acting, such officer shall have the powers of, and be subject to all the restrictions placed upon the Chairman. The Vice Chairmen shall perform such duties as may be delegated by the Chairman, Executive Board, Executive Committee or the County Committee. They shall succeed, respectively, to the office of Chairman and First Vice Chairman in the event of vacancies as set forth in Section 5 in this Article.

Section 3. Secretary and Assistant Secretary.

The Secretary shall keep accurate and complete records of the meetings and proceedings of the Executive Board, Executive Committee and the County Committee. The Secretary shall also perform such duties as may be delegated by the Chairman, Executive Board, Executive Committee or County Committee. The Assistant Secretary shall assist the Secretary and shall perform such other additional duties as may be similarly delegated.

Section 4. Treasurer and Assistant Treasurer.

The Treasurer shall have the responsibility to review all the financial operations of the County Committee and shall perform such duties as may be delegated by the Chairman, Executive Board, Executive Committee or the County Committee and shall be responsible and accountable for all financial operations of the County Committee. The Assistant Treasurer shall assist the Treasurer and shall perform such other duties as may be similarly delegated. The Treasurer shall be an ex-officio voting member of both the United Republican Finance Committee (URFC) and the County Budget Committee.

Section 5. Vacancies.

a. Vacancy and Succession in the Office of County Chairman.

(1) In case a vacancy shall occur in the office of County Chairman by reason of death, resignation, or incapacity, the First Vice Chairman shall become the Chairman, and the Second Vice Chairman shall become the First Vice Chairman.

(2) In the event a vacancy shall occur in the office of County Chairman by reason of impeachment or removal as provided for in Article IV, Section 2.c., the First Vice Chairman shall become acting Chairman until a meeting of the County Committee shall be held, at which meeting a new County Chairman shall be elected. In such latter event, the First Vice Chairman shall, within ten (10) days of the vacancy occasioned by the removal, issue a call for a meeting of the County Committee, giving not less than fourteen (14) days nor more than thirty (30) days notice thereof, for the purpose of electing a successor County Chairman. The call for such meeting and notice thereof shall include the day, date, hour and place where such meeting shall be held. Should the First Vice Chairman fail to act within twenty (20) days, the duty of calling such meeting shall devolve upon the Second Vice Chairman to act within an aggregate of thirty (30) days from the date of such vacancy in the office of County Chairman. Any ten (10) members may call such meeting with notice as provided above, such notice to be sent by mail to the entire County Committee.

b. Vacancy and Succession In Other County Offices.

(1) Except at the Organizational Meeting, in case a vacancy occurs for any reason in the following offices, the respective vacancy shall be filled as follows:

First Vice Chairman	filled by Second Vice Chairman
Secretary	filled by Assistant Secretary
Treasurer	filled by Assistant Treasurer

(2) In case a vacancy occurs in any office other than Chairman, and in case the offices set forth in Section 5.b.(1) in this Article are not filled for any reason, a successor may be chosen at any regular or called meeting of the County Committee or the Executive Committee, provided notice of the meeting includes information that such vacancy exists and shall be filled at the meeting.

(3) In the event a person holding an office is elected to fill an office that is vacant, thereby creating a vacancy in the other office, the election to fill such newly created vacancy may be held at the same meeting without further notice being given or required.

ARTICLE IX - EXECUTIVE BOARD

Section 1. Meetings and Duties.

The Executive Board shall meet in person or by phone as frequently as is required to consider, evaluate, and act upon matters concerning the operation of the County Headquarters, Executive Director, Finance Director, Controller, and the various Committees and programs of the County Committee. The Executive Board shall meet a minimum of once a month.

Section 2. Advisory Responsibility.

The Executive Board shall act as an advisory body and may make recommendations to the Chairman.

Section 3. Personnel Board.

The Executive Board shall act as the Personnel Board for the County Headquarters for the purpose of setting job classifications and salary ranges therein and for reviewing and recommending to the Chairman such matters of personnel administration that may be presented to it by Members, Ex-Officio Members, or employees of the County Committee.

Section 4. Other Duties and Responsibilities.

Specific further duties and responsibilities of the Executive Board may be provided for in these Bylaws or assigned to it by the Executive Committee if not in conflict with these Bylaws.

ARTICLE X - EMPLOYEES

Section 1. Executive Director and Staff.

The Executive Director shall be accountable to and report directly to the County Chairman and shall be the Chief Administrative Officer of the County Committee. The Executive Director shall work closely with all County Officers and Committee Chairmen and assist them in fulfilling the objectives of the County Committee and its subdivisions. The Executive Director shall be hired by the County Chairman with the advice and consent of the Executive Committee. The following provisions relate to the Executive Director and his staff:

- a. Job descriptions for the Executive Director shall be adopted by the Executive Board, and for his staff by the Executive Board working with the Executive Director.
- b. The Executive Director shall have the authority to hire and terminate his staff employees.
- c. The Executive Director shall be bound by fiscal controls provided by the Controller, the Executive Committee, the Executive Board and these Bylaws.
- d. The Executive Director shall consult with the Executive Board as frequently as either he or the Executive Board deems necessary to maintain a harmonious and efficient operation.

e. The Chairman may call upon the Executive Director to report at meetings of the Executive Committee and County Committee, including reporting in behalf of staff members.

f. The Executive Director shall be responsible for the safekeeping of all County Committee property, records and effects.

g. The Executive Director shall be responsible for proper purchasing practices and procedures for adhering to the budget and for maintaining fiscal liaison with the Controller.

Section 2. Finance Director and Staff.

a. The Finance Director shall be the chief fund-raiser of the County Committee. The Finance Director shall be selected by the United Republican Finance Committee Chairman with the advice and consent of the Executive Board and shall report to the URFC Chairman on a regular basis as well as to the County Chairman and Executive Board, maintaining fiscal and operational liaison with the Executive Director and Controller.

b. The Finance Director shall have supervision of the URFC staff and shall have the authority to select and terminate his staff employees.

c. The Finance Director and staff shall be subject to the provisions of these Bylaws, including fiscal controls contained herein.

d. Should it be deemed desirable for the Finance Director to be an independent contractor, the County Chairman, after consultation with the URFC Chairman, may contract with an eligible person to be appointed Finance Director with the advice and consent of the Executive Board. Compensation and contracts shall be approved by a committee composed of the County Committee's Executive Board and the URFC Chairman.

Section 3. Controller and Staff.

The Controller shall be the Chief Fiscal Officer of the County Committee. The Controller shall be appointed by and serve at the pleasure of the Executive Committee. He shall supervise the staff of the Controller's office. Subject to the authority of the Executive Committee and the committees and subcommittees provided for in Article XII - Budget & Publication Committees as to specific funds under their supervision and control, the Controller shall have the full authority and responsibility for the administration, supervision, control and disbursement of the funds of the County Committee. He shall maintain liaison with the Executive Director in the fulfillment of these duties.

ARTICLE XI - FINANCE

Section 1. United Republican Finance Committee (URFC).

The URFC is the official fund-raising committee of the County Committee. The County Chairman, with the approval of the Executive Board, shall have direction over fund-raising projects. Funds raised by the URFC, its members, its staff, or through use of the County Committee facilities, shall be transmitted directly to the County Committee's Treasurer, who shall maintain such funds as required by law and these Bylaws.

a. **Selection of Membership.** The URFC shall be selected by the County Chairman with the advice and consent of the Executive Board and shall serve at the pleasure of the Executive Board. No fewer than ten (10) Members or Ex-Officio Members of the County Committee shall be included in the membership of the URFC, including the County Chairman and County Treasurer. The URFC Chairman, appointed by the County Chairman with the advice and consent of the Executive Board, need not be a Member or Ex-Officio Member of the County Committee.

b. **Subcommittees:** The URFC Chairman with the advice and consent of the Executive Board shall appoint such committees as may be necessary to fulfill the mission of the URFC. These committees shall establish internal regulations and guidelines consistent with state and federal law and these Bylaws. Copies of these regulations and guidelines shall be kept on file with the County Chairman.

ARTICLE XII - BUDGET & PUBLICATION COMMITTEES

Section 1. Budget Committee.

a. The members of the Budget Committee shall be appointed from among the Members and Ex-Officio Members of the County Committee by the County Chairman with the advice and consent of the Executive Committee and shall serve at the pleasure of the Executive Committee.

b. The Budget Committee shall supervise and control the following funds:

- (1) Headquarters Facilities Fund;
- (2) Headquarters General Fund;
- (3) Precinct Organization Fund;
- (4) Special additional funding committees, which may be established pursuant to Section 8 in this Article.

c. The Budget Committee shall submit budgets for these County Committee funds to the Executive Committee for approval. Regulations for the conduct of the Budget Committee operations may be developed by the Executive Committee.

Section 2. Budget Submission.

Budgets referred to in Section 1 in this Article shall be submitted semi-annually and, upon the required approvals, shall constitute the authority for the expenditure of funds. Supplemental items or deletions to any budget may be submitted from time-to-time. By no later than thirty (30) days prior to the end of the term of office for a given County Committee, an interim three (3) month budget shall be adopted for the first three (3) months of the term of the successor County Committee. The new County Committee may amend the interim budget.

Section 3. Non-budgeted Items Exceeding \$500.00.

As relates to the budget, which shall be adhered to item by item and line by line, non-budgeted items exceeding \$500.00 shall be referred to the Executive Board for its approval; a majority vote of the entire Executive Board, in person or by phone, is required, provided that such expenditures shall not exceed monies provided for in the budget for contingency reserves. Non-budgeted items under \$500.00 may be approved by the Chairman, Controller or Executive Director. Such authorizations shall not be used to circumvent the requirement for obtaining Executive Board approval for items in excess of \$500.00.

Section 4. Conflict of Interest.

No Member or Ex-Officio Member of the County Committee shall receive any remuneration except for prescribed expense reimbursements, and no Member or Ex-Officio Member shall be an employee of or contract with the various arms of the County Committee unless such individual first resigns his membership or is specifically approved by the Executive Committee. Notwithstanding the foregoing, any business owned or controlled by a Member or Ex-Officio Member may deal with the County Committee if such dealings are the result of selecting an acceptable bid from a minimum of three (3) competitive bids. This Section shall not apply to short-term special events, subject to the approval of the Executive Board, or to services to a candidate's campaign organization.

Section 5. Bids.

Bids shall be required for all expenditures in excess of \$500.00 excepting regular monthly expenditures such as rent, utilities and repeat orders of routine supplies or services originally entered as a result of bids.

Section 6. Financial Regulations and Guidelines.

Financial regulations and guidelines may be adopted by the Executive Committee provided they are consistent with these Bylaws. It shall be a requirement that all bank

accounts of the County Committee be two signature accounts; however, only one signature shall be required on checks drawn for less than \$200. It shall be the responsibility of the Controller to maintain a current compendium of all such regulations and guidelines, and he shall furnish current copies periodically to all affected staff members and Committee Chairmen semi-annually, or more frequently if necessary, to the Executive Committee.

Section 7. Publications Committee.

The Publications Committee shall be appointed by the County Chairman with the advice and consent of the Executive Committee and serve at its pleasure. The Committee shall be responsible to the County Chairman and consist of at least five (5) Members or Ex-Officio Members of the County Committee plus the Controller and Executive Director as non-voting staff advisors. The Publications Committee shall control and supervise all funds regarding publications, subject to these Bylaws and regulations adopted hereunder and not inconsistent herewith. Said Committee shall also act as the Publications Editorial Board.

The Publications Committee shall also include as non-voting members all paid and non-paid staff of any book-type publication of the County Committee.

Section 8. Special Committees.

Other special committees of a fund-raising, fund-disbursing, educational or similar nature may be appointed by the County Chairman with the advice and consent of the Executive Committee. Such special committees shall be subject to the provisions of these Bylaws and such other regulations as may be adopted from time-to-time.

Section 9. Financial Obligations.

No obligation shall be incurred regardless of budgetary authority, unless sufficient monies covering same are on deposit in the account of the County Committee or can be reasonably expected to be on deposit at the time the obligation is to be paid or otherwise satisfied.

ARTICLE XIII - COMMITTEES

Section 1. Appointment of Committee Members and Chairmen.

All Committees and their Chairmen shall be appointed by the County Chairman with the advice and consent of the Executive Committee at whose pleasure such Committees and their Chairmen shall serve. This Section shall not apply to the United Republican Finance Committee.

Section 2. Standing Committees.

a. Standing Committees of the County Committee shall be:

- (1) Bylaws/Rules**
- (2) Resolutions**
- (3) Legal**

b. Except as specifically mentioned in these Bylaws for a given Committee, membership and Chairmen of all Standing Committees shall be limited to Members, Ex-Officio Members, Alternates and Ex-Officio Alternates of the County Committee.

Section 3. Other Committees.

In addition to Members, Ex-Officio Members, Alternates and Ex-Officio Alternates, persons who are registered Republicans in Los Angeles County may be members of the following Committees provided that the number of such members does not exceed forty percent (40%) of any Committee. The Chairman may be selected from among all the members of the respective Committees listed herein below:

- a. Precinct**
- b. Candidate Research and Development**
- c. Youth**
- d. Community Outreach**
- e. Labor**
- f. Information and Education**
- g. Speakers Bureau**
- h. Independent Volunteer Republican Clubs**
- i. Fair News**
- j. Computer Services**

Section 4. Officers of Committees.

Each Committee shall have a Chairman and a Secretary, and if deemed advisable by a particular Committee, a Vice Chairman. Committees shall select their officers, with the exception of Chairman, from its membership.

Section 5. Additional Committees.

Additional Committees may be appointed on an interim basis pursuant to the provisions of Sections 1 through 4 in this Article.

Section 6. Exclusions.

The Executive Committee provided for in Article VII - Executive Committee and the several Committees authorized in Article XI - Finance and in Article XII - Budget & Publication Committees, are subject to the organizing and operating procedures therein and, accordingly, are specifically excluded from the provisions in this Article.

ARTICLE XIV - DISTRICT COMMITTEES

Section 1. Definition and Membership.

There shall be a Committee in each of the Assembly, Senatorial and Congressional Districts, lying wholly or partially within Los Angeles County, which shall be known as the # ___ Assembly, Senatorial or Congressional District Committee, hereinafter referred to as "Assembly, Senatorial or Congressional District Committee". Each District Committee shall be composed of all Members and Ex-Officio Members of the County Committee residing within the respective Districts. The number of Members in each Assembly District shall be seven (7), unless otherwise stated by law.

Section 2. Representation.

Any Assembly District, a part of which is included in a Senatorial or Congressional District and which does not have a Member or Ex-Officio Member residing in such District, shall be represented by one Member or Ex-Officio member of its Committee, appointed by that Committee as its representative.

Section 3. Duties of Assembly District Committees.

It shall be the duty of the Assembly District Committee to:

- a. Recruit new Members, Alternate Members and Associate Members;
- b. Educate voters;
- c. Coordinate campaigns;
- d. Organize precincts;
- e. Conduct candidate research and development;
- f. Operate local headquarters;
- g. Sponsor Independent Republican Clubs.

and in all ways aggressively present the Party and its candidates to the electorate in such ways as to enhance the probability of a Republican victory at each election and to increase support of Republican officeholders and their programs between elections.

Section 4. Election of Officers of District Committees.

At the Organizational Meeting of the County Committee as provided for in Article VI - Meetings of the County Committee shall organize by the election of a Chairman, Vice Chairman, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer for a term of up to two years determined by the Members of the Assembly District Committee. At the same Organizational Meeting, Senatorial and Congressional Committees shall organize by the election of a Chairman and Secretary.

At the same Organizational Meeting each District Committee shall elect a District Representative to the Executive Committee as provided for in Article VII, Section 1.b. (regarding Assembly District Committees) and Section 1.c. (regarding Senatorial and Congressional District Committees). The various District Committee officers shall serve at the pleasure of their respective District Committees. The Chairman, Vice Chairman, Secretary and Treasurer of a District Committee shall be Members or Ex-Officio Members of that District Committee; the offices of Assistant Secretary and Assistant Treasurer may be filled by Alternates or Ex-Officio Alternates of that District Committee.

Section 5. Vacancy and Succession in the Office of District Chairman.

In the case of the disability of a District Chairman, or in the event that a vacancy shall occur in that office by reason of death, resignation or removal, the duties of the Chairman shall devolve upon the Vice Chairman, if there be one, or the Secretary if there is no Vice Chairman, which persons shall discharge the duties of the District Chairman until such vacancy shall have been duly and regularly filled by the election of a successor Chairman.

In the event of any vacancy as specified, the Acting Chairman shall, within ten (10) days, issue a call for a meeting of the District Committee with not less than fourteen (14) days nor more than thirty (30) days notice thereof to elect a new District Chairman. The notice of such meeting shall include the day, date, hour and place where such meeting will be held. If the Acting Chairman fails to call a meeting within thirty (30) days of a vacancy occurring in the office of District Chairman, the County Chairman may call and conduct a District Committee meeting for the purpose of electing a new Chairman, giving notice for such meeting as set forth in this Section.

Section 6. Meetings of District Committees.

a. The District Committee may be convened at any time upon the call of the Chairman or upon the written call signed by not less than six (6) Members and/or Ex-Officio Members or a majority, whichever is the lesser, of the Senatorial or Congressional District Committee and not less than four (4) Members and/or Ex-Officio Members of an Assembly District Committee. It shall be the duty of the Chairman to preside at such meetings, and he shall be entitled to vote on all business. Notice of meetings called by the Chairman shall be given by the Secretary to each

Member, Alternate Member, and Ex-Officio Member of the Committee as provided for in this Section.

When meetings are called by Members and/or Ex-Officio Members of the Committee, at least five (5) days notice in writing shall be given in advance of such meetings to every Member and Ex-Officio Member not joining in the call, and such notice shall likewise state the purpose for which the such meeting is being called. Notices of time and place of all meetings of the District Committee shall be sent to the Chairman and Secretary of the County Committee. Minutes from all District Committee meetings shall be forwarded to the Secretary of the County Committee within ten (10) days of such meeting.

b. Frequency of meetings. The Assembly District Committees shall meet, preferably monthly but at a minimum, quarterly, and such meetings shall be called by written notice as specified in Section 6.a. in this Article.

Section 7. Rules and Regulations of District Committees.

Bylaws and standing rules for any District Committee are hereby authorized for adoption as may be deemed necessary and proper to perfect the organization or to provide for the government of such Committees to elect such officers and undertake such action as these Bylaws provide. No such bylaws or standing rules so adopted by any District Committee shall be in violation of any law and shall not be in conflict with these Bylaws.

ARTICLE XV - VACANCIES ON THE COUNTY COMMITTEE AND DISTRICT COMMITTEES

Section 1. Definition of a Vacancy.

In the event of the election or appointment of an ineligible person or whenever any Member dies, resigns, becomes incapacitated to act, moves his residence out of the Assembly District in which elected or appointed, ceases to be a registered Republican, or is removed for cause from the County Committee (as set forth in Article IV, Section 2.c.), a vacancy exists. These rules shall apply to District Committees as well. In addition, if any of the seven seats in each Assembly District are not filled by elected Members in the even year Primary elections, said seat(s) is/are considered to be vacant, to be filled subsequent to the County Committee's Organizational Meeting.

Section 2. Removal of Members for Absence.

Any Member, other than an Ex-Officio member, of a Committee who misses four regularly called meetings within one 12-month period shall be removed from the Committee concerned, unless his or her absence is caused by illness or temporary

absence from the county on the date of the meeting. (Section 9331, Elections Code as amended by Stats. 1987, c, 1.)

Section 3. Filling a Vacancy.

In the event of a vacancy, the remaining Members and Ex-Officio members in the Assembly District Committee shall appoint a qualified person to fill the vacancy. Such appointment(s) may take place at any duly noticed meeting of the Assembly District Committee, with the exception of the Assembly District Committee meeting that takes place during the County Committee Organizational Meeting. Whenever any person is appointed to fill a vacancy, the District Committee shall notify, within ten (10) days, the Chairman of the County Committee who shall file a notice of the appointment with the County Clerk (Registrar of Voters) and the Chairman of the State Central Committee within thirty (30) days after it is made. Failing such notification, the appointment is null and void. The notices shall contain the name, address and telephone number of the person appointed and the name of the person replaced and shall indicate the date of the appointment.

Section 4. Exclusions.

The provisions in this Article shall not apply to vacancies in Ex-Officio Member positions. Such vacancies shall not be filled by Assembly District Committees.

Section 5. Meeting Notice.

Notice of an Assembly District Committee meeting to fill a vacancy shall specify the purpose of the meeting and shall be given in accordance with Article XIV, Section 5.

ARTICLE XVI - DISTRICT BOUNDARIES

All Assembly, Senatorial and Congressional District boundaries established by law shall be used to determine Membership and Ex-Officio Membership of the District Committees except as provided for in Article IV, Sections 5 and 6. --

ARTICLE XVII - INDEPENDENT VOLUNTEER REPUBLICAN CLUBS

Chartering and coordination of the activities of independent volunteer Republican clubs shall be vested in the Executive Committee, directly or through the Independent Volunteer Republican Clubs Committee provided for in Article XIII, Section 3.h. Procedures shall be adopted for charter applications, which include Assembly District sponsorship and investigation that minimum requirements are met. The Executive Committee shall vote for approval or rejection of charter applications and revocation of existing charters.

ARTICLE XVIII - RESOLUTIONS

Proposed resolutions of the County Committee or the Executive Committee shall be referred in writing to the Resolutions Committee, which shall report on such resolutions at the next meeting of the appropriate body with its recommendations. In order to accommodate emergency resolutions, the County Committee may suspend this Article in the conduct of its business by a two-thirds (2/3) vote when a quorum is present. In the absence of such a County Committee meeting, the Executive Committee may suspend this Article in the conduct of its business by a two-thirds (2/3) vote when a quorum is present. Resolutions submitted to the voting body must be in writing.

ARTICLE XIX - ENDORSEMENTS

Section 1. Non-Partisan Elections.

Pursuant to law, neither the County Committee nor any District Committee shall make endorsements in any non-partisan election.

Section 2. Partisan Contested Direct Primary Elections.

Article VII, Endorsements, of the Bylaws of the California Republican Party (CRP) preempts the authority of the County Central Committee insofar as endorsing in such elections.

Section 7.01 of the CRP Bylaws states, "Neither the Committee (i.e., CRP) nor any Republican County Central Committee shall endorse, support or oppose any candidate for the Republican nomination in a contested election for any partisan elective office at a direct primary election, except as specified in Section 7.02 with respect to a special election for nomination or election to a partisan elective office."

Sections 7.02, 7.03, and 7.04 of the CRP Bylaws deal with endorsing procedures for the CRP and County Central Committees at special primary elections. No endorsements shall be made by the CRP or a Republican County Central Committee unless and except the procedures set forth in the referenced sections are complied with.

The complete text of Article VII, CRP Bylaws is contained in Appendix II.

ARTICLE XX - AMENDMENTS TO BYLAWS

Section 1. Proposed Amendments.

Proposed amendments to these Bylaws shall be submitted in writing to the Bylaws/Rules Committee for consideration. The Bylaws/Rules Committee shall make a report on such proposed amendments at the next meeting of the County Committee with its recommendations. In the event no report is given at such meeting, the proposal shall be presented automatically to the next succeeding meeting of the Executive Committee for its recommendation and automatic referral to the next County Committee meeting.

Section 2. Notice.

Written notice of the proposed changes and the relevant recommendations shall be given to all Members and Ex-Officio members at least ten (10) days before said County Committee meeting. A majority vote, when the required quorum of one-hundred (100) is present, shall be sufficient for adoption of any amendments.

ARTICLE XXI - DISTRIBUTION OF BYLAWS

A copy of these Bylaws and any amendments thereto shall be mailed by the Secretary to each Assembly District Chairman and Secretary within thirty (30) days after enactment and within thirty (30) days after the Organizational Meeting of the County Committee, and a copy shall be available to any Member or Ex-Officio Member of the County Committee on request.

ARTICLE XXII - RULES OF ORDER

Robert's Rules of Order, Newly Revised, shall prevail at all meetings, when not in conflict with existing state and federal law or these Bylaws.

Revised Bylaws of the Republican Central Committee of Los Angeles County
adopted May 17, 1994.


Jozelle Smith
Secretary

APPENDIX I

Definitions and Glossary of Terms

Section 1. General Provisions.

Unless the provisions of the context otherwise requires, these general provisions, rules of construction and definitions shall govern the construction of these Bylaws.

Section 2. Headings.

Chapter and Section headings do not, in any manner, affect the scope, meaning or intent of the provisions of these Bylaws.

Section 3. Tenses, Gender and Number.

As used in these Bylaws, the present tense includes the past and future tenses, and the future, the present; the masculine gender includes the feminine; the singular includes the plural, and the plural, the singular.

Section 4. "Shall" and "May".

"Shall" is mandatory, and "may" is permissive.

Section 5. Interpretation of the terms "Chairman vs Chair".

As defined by American Heritage Dictionary, "Chair" means "A seat of office, as that of a chairman". "Chairman" means "one who presides over an assembly, meeting, committee or board".

Section 6. Partial Invalidity.

If any provision of these Bylaws or the application thereof to any person or circumstance is held invalid, the remainder of the Bylaws and the application of such provision to other persons or circumstances shall not be affected thereby.

Section 7. Ex-Officio Members and Ex-Officio Alternates.

By virtue of an opinion rendered on February 7, 1994, by the Legislative Counsel of California, these Bylaws extend Membership on Assembly District Committees to Ex-Officio Members who shall have all the rights and privileges set forth in these Bylaws. A copy of that opinion is attached as Appendix III.

APPENDIX II

California Republican Party Bylaws

ARTICLE VII - Endorsements

Section 7.01 PRE-PRIMARY ENDORSEMENTS FOR PARTISAN ELECTIVE OFFICE/DIRECT PRIMARY

Neither the Committee (i.e., CRP) nor any Republican County Central Committee shall endorse, support or oppose any candidate for the Republican nomination in a contested election for any partisan elective office at a direct primary election, except as specified in Section 7.02 with respect to a special election for nomination or election to a partisan elective office.

The California Republican Party shall have the authority to endorse in any state Assembly, state Senate, state Board of Equalization, state Constitutional, Congressional or United States Senate Republican primary in which one or more of the candidates for the Republican nomination has voted to override an incumbent Republican Governor's veto of any reapportionment bill.

The endorsement of the California Republican Party shall be granted by majority vote and shall be in order at any general session of the State Central Committee without Committee action required.

Section 7.02 PRE-PRIMARY ENDORSEMENTS FOR PARTISAN ELECTIVE OFFICE/SPECIAL PRIMARY ELECTION

Where there is more than one republican candidate nomination for election in a special primary election, the Committee shall not endorse, support or oppose any candidate for the Republican nomination or election to any partisan elective office in such a special election, except in the following manner and circumstances:

1. written notice of the proposed action has been given at least ten (10) days in advance of the meeting of the Board of Directors to all persons entitled to vote;
2. a hearing is held and the candidates affected are given an opportunity to appear; and,
3. one of the following situations occurs:

- (A) a candidate receives a three-fourth (3/4) majority vote of the Board of Directors, which vote is in concurrence with a previous endorsement, support or opposition voted by the Republican County Central Committee(s) having jurisdiction over the affected district office, as provided in Section 7.03; or
- (B) if the Republican County Central Committee(s) having jurisdiction over the affected district office has (have) not voted to endorse, support or oppose a candidate for the affected district office as provided in Sections 7.03 at least thirty (30) days prior to the special primary election, a candidate receives a three-fourths (3/4) majority vote of the Board of Directors.

**Section 7.03 REPUBLICAN COUNTY CENTRAL
COMMITTEE PRE-PRIMARY
ENDORSEMENTS FOR PARTISAN
ELECTIVE OFFICE/SPECIAL
PRIMARY ELECTIONS**

Where there is more than one Republican candidate for nomination or election in a special primary election, no Republican County Central Committee shall endorse, support or oppose any candidate for nomination or election at a special primary election except in the following manner and circumstances:

1. Notice of the proposed action is given at least ten (10) days in advance of the Central Committee meeting to all persons entitled to vote;
2. a hearing is held and the candidates affected are given an opportunity to appear;
3. a candidate receives a two-thirds (2/3) majority vote; and
4. the action is concurred in by all other Republican County Central Committees which have jurisdiction over the affected election district, in compliance with the provisions of subsections 1. through 3. above.

Section 7.04 DEFINITIONS

1. "Partisan elective office" includes the offices of President of the United States, Governor, United States Senator, Lieutenant Governor, Attorney General, Secretary of State, Controller, Treasurer, Insurance Commissioner, Member of the State Board of Equalization, Member of the United States House of Representatives, Member of the State Senate; Member of the State Assembly; and member of the Republican County Central Committee.
2. "District office" means Member of the United States House of Representatives, Member of the State Senate, and Member of the State Assembly.

CRP Bylaws



CALIFORNIA REPUBLICAN PARTY

STANDING RULES AND BYLAWS

CALIFORNIA REPUBLICAN PARTY

STANDING RULES AND BYLAWS

As Amended 2/27/94

Be it further resolved that the California Republican Party be open, accessible to all and answerable to the people of the State of California.

PREAMBLE

The California Republican Party does hereby adopt these bylaws which are comprised of the rules for the composition of the Republican State Central Committee, the election of officers, the management and operation of the Party, the development and promulgation of the Party platform and policies and the rules for the selection of members of the Electoral College to cast votes for President of the United States following the quadrennial Presidential election.

The Rules and Bylaws of the California Republican Party shall constitute the sole and exclusive governing rules of the California Republican Party, a private association which is dedicated to serving the purposes of nominating and electing persons affiliated with the California Republican Party to public offices at the federal, state, and local levels and supporting issues which reflect the Republican Party Platform and the principles set forth in the Rules and Bylaws.

PURPOSE

Be it resolved, that the California Republican Party principles are based upon the precepts of our Nation's Founding Fathers as reflected in the United States Constitution and the Bill of Rights with particular emphasis upon the rights of the individual, limited governmental powers and equity under the law.

The California Republican Party affirms its belief in the free enterprise economic system, private property ownership, individual rights and representative government.

The State Central Committee is committed to carry out its charge under the law and to conduct Republican Party political campaigns on behalf of party candidates.

ARTICLE I
Governing Body and Membership

Section 1.00 GOVERNING BODY

The governing body of the California Republican Party shall be known as the State Central Committee and hereinafter referred to by that name or as "the Committee."

Section 1.01(a) REGULAR AND APPOINTIVE MEMBERS

1. The following shall be regular members of the Committee:

- (A) The Republican Party nominees for each of the following partisan elective offices at the last election held for each office: Governor; Lieutenant Governor; Attorney General; Secretary of State; Controller; Treasurer; Insurance Commissioner; Member of the State Board of Equalization; Member of the State Senate; Member of the State Assembly; Member of the United States House of Representatives; and United States Senator.
- (B) The Chairman, the Vice Chairman, and all past Chairmen of the California Republican Party.
- (C) The Republican National Committeeman and the Republican National Committeewoman.
- (D) The Chairman of each Republican County Central Committee.
- (E) The Chairman, or the designee of the Chairman, of each statewide Republican volunteer organization chartered by the California Republican Party.
- (F) Notwithstanding subdivision (A), if a registered Republican is appointed to any state

constitutional office listed in subdivision (A) above, the appointee shall be entitled to the regular membership for that office, and the regular membership of the nominee at the last election for that office shall be vacated.

2. The following shall be appointive members of the Committee:

- (A) Twelve persons appointed by each Republican nominee who is elected at the last election or by each Republican appointee to any state constitutional office as provided in Section 1.01(a) 1 (F) above, for the following offices: Governor, Lieutenant Governor, Attorney General, Secretary of State, Controller, Treasurer, Insurance Commissioner, United States Senator, and a Member of the State Board of Equalization.
- (B) Eight persons appointed by each Republican nominee who is elected a Member of the State Senate, the State Assembly, and the United States House of Representatives.
- (C) Twelve persons appointed by the Chairman of the California Republican Party.
- (D) Four persons appointed by each of the following party officials: The Vice Chairman of the California Republican Party, the Immediate Past Chairman of the California Republican Party, the Republican National Committeeman, and the Republican National Committeewoman.
- (E) Four persons appointed by each Republican County Central Committee Chairman.
- (F) One person appointed by each nominee for a partisan elective office designated in section 1.01(a)(1)(A) if the nominee's percentage of the vote exceeds by five percent the percentage of Republican registration in the district, or the state if the office is a statewide elective office.

(G) Persons appointed by each nominee to a partisan elective office who was not elected at the last election for that office, according to the following formula:

- (1) One appointment if the nominee received 30 percent or more of the vote for that office.**
- (2) Three appointments if the nominee received 35 percent or more of the vote for that office.**
- (3) Five appointments if the nominee received 45 percent or more of the vote for that office.**
- (4) In addition to subsections (1), (2), and (3), one appointment for each 5,000 new Republicans registered by the nominee if the registrations were submitted through the California Republican Party Operation Bounty program and were not counted in any committee's Republican registrations submitted through the Operation Bounty program during the same election cycle.**

(H) Persons appointed by statewide Republican volunteer organizations chartered by the California Republican Party, according to the following formula:

- (1) One person appointed by each of the organizations.**
- (2) Two appointments by each of the following organizations: California Federation of Republican Women; California Republican Assembly;**

California Republican League; California Young Republicans; California College Republicans and California Congress of Republicans.

- (3) In addition to subsections (1) and (2), one appointment for each 5,000 new Republicans registered by the volunteer organization and submitted through the Operation Bounty program, including registrations submitted by County Central Committees attributable to the volunteer organization, during the last two-year election cycle.**

(I) Persons appointed or elected by Republican County Central Committees, in the manner determined by that Committee, according to the following formula:

- (1) One appointment for each county in which the Republican Party has a plurality or better of the registered voters in the county at the close of registration prior to the general election.**
- (2) In addition to subsection (1), one appointment (up to a cumulative total of 4) for each county in which the Republican nominee for President of the United States, for Governor and for United States Senate receives 25,000 votes more than his nearest general election opponent at the last election for each such office.**
- (3) In addition to subsections (1) and (2), one appointment for each 5,000 new Republicans registered within that county during the last two-year**

election cycle and submitted by the County Central Committee through the Operation Bounty program, excluding those counted as part of a nominee's registrations pursuant to subsection (G).

Section 1.01 (b) TERM OF MEMBERSHIP

1. The term of each regular member designated in Section 1.01 (a)(1)(A) shall commence upon his or her nomination to the qualifying office and shall be for a period of two years until his or her successor is nominated. In the case of a regular member who is nominated for partisan elective office at a special election, the term shall commence upon his or her nomination for that office and shall continue until the nomination of his or her successor thereafter. In the case of regular members nominated for partisan elective offices with a four year term, they shall serve successive two-year terms, as appropriate.
2. The term of each regular member designated in Section 1.01 (a)(1), subsections (B) through (E) inclusive, shall commence two days after his or her election to the qualifying office and shall continue until the day after his or her successor is elected. In the case of the National Committeewoman and National Committeeman, they shall serve successive two-year terms commencing September 1 of each even-numbered year.
3. The term of an appointive member shall be two years and shall commence on the first day of the organizational convention held in each odd numbered year and shall end the day before the next organizational convention.
4. In the case of persons appointed by a Chairman or Vice Chairman, they shall serve from the day on which they are appointed until the day before the convening of the next organizational convention.

Section 1.01(c) MEMBERSHIP

A person shall have no more than one membership.

If a person holds a partisan elective office, and becomes a nominee for a second partisan elective office, he shall retain the membership of the elected office.

If a person holds membership as a nominee, and becomes a nominee for a second partisan elective office, he shall retain membership based upon the second nominee position.

Except as provided above, if a person attains the right to serve as regular member by election to more than one office designated in Section 1.01(a)(1), the person shall hold membership based upon the priority order set forth in Section 1.01(a)(1).

In all of the above situations, the other membership shall be considered vacant due to ineligibility.

Section 1.01(d) VACANCIES

A vacancy shall exist in a regular or appointive membership if the member: is ineligible for the reason set forth in Section 1.01(c) of these Bylaws, resigns, dies, ceases to be registered to vote as a Republican, is certified as incapacitated, or is removed from the Committee pursuant to Section 1.03, or has his or her membership vacated for the reason set forth in section 1.01 (a) 1 (F) of these Bylaws.

The foregoing amendments shall be effective for purposes of regular memberships and appointive memberships at the 1993 organizational meeting of the Committee.

Section 1.01(e) FILLING OF VACANCIES

1. A vacancy in an appointive membership shall be filled by the regular member who has the power to make the appointment pursuant to these Bylaws, and shall be for the balance of the term of the vacant membership.

2. A vacancy in a regular membership shall be filled in the following manner:

- (A) Vacancies in the nominees for the offices of Governor, Lieutenant Governor, Attorney General, Secretary of State, Controller, Treasurer, Insurance Commissioner, Member of the State Board of Equalization, United States Senator and Republican National Committeewoman and Republican National Committeeman, or any other vacancy not specifically provided in this section, shall be filled by the appointment of the Chairman of the California Republican Party, with the concurrence of a majority of the Committee or the Executive Committee.
- (B) Vacancies in the nominees for the office of Member of the State Senate, Member of the State Assembly or Member of the United States House of Representatives shall be filled by the election of the Republican County Central Committee which has the largest number of registered Republicans of any county which has jurisdiction over that office. An election to fill the vacancy shall be held not later than 60 days after notice of the vacancy is sent by the Committee to the appropriate Republican County Central Committee(s). A vacancy in such office shall be filled only by a person who is a registered Republican voter within the Senate, Assembly or Congressional district to be represented.

Section 1.01(f) APPOINTMENTS

An appointment to membership, to be effective for any convention or meeting of the Committee, shall be made in writing by the person or Committee authorized to make such appointment, and shall be made either by personal delivery, guaranteed overnight delivery, or by delivery by first-class mail, postage pre-paid, to the office of the

Committee set forth in Article XI of these Bylaws, and shall be postmarked no later than 10 calendar days before the date on which the convention or meeting convenes.

Section 1.02 ASSOCIATE MEMBERS AND YOUTH ASSOCIATE MEMBERS

Each regular member of the Committee shall have the right to appoint eight persons as either Associate Members or Youth Associate Members to the Committee. Youth Associate Members shall be 16 or 17 years of age and shall have indicated an intention to affiliate with the Republican Party upon reaching voting age. All Associate Members must be registered Republicans. Each appointment shall be made in writing, signed by the regular member, and filed with the Committee. Associate Members shall enjoy all the privileges, rights, and duties of regular members, except that they shall be entitled to vote only when designated, qualified, and acting as a proxy for a regular member at any Committee meeting, or at any meeting of a regular, standing or special committee. Youth Associate Members shall enjoy all the privileges, rights, and duties of regular members, except that they shall not be entitled to carry proxies or vote under any circumstances. Once appointed, Associate Members who continue to be registered Republicans shall continue to serve as Associate Members during successive terms of the Committee, upon the condition that all dues required by these Bylaws are paid on a current basis.

An appointment to associate membership, to be effective for any convention or meeting of the committee, shall be made in writing by the Regular Member, and shall be made either by personal delivery, guaranteed overnight delivery, or by delivery by first-class mail, postage pre-paid, to the office of the Committee set forth in Article XI of the Bylaws, and shall be postmarked no later than 10 calendar days before the date on which the convention or meeting convenes.

Section 1.03 DISCIPLINE OF MEMBERS

The Committee or the Executive Committee may remove, censure or provide reproof of any appointive member who, during his term of

membership, affiliates with or registers as a member of a party other than the Republican Party, publicly advocates that the voters should not vote for the nominee of the Party for any office, or who gives support to or avows a preference for any candidate of a party other than the Republican Party, or for a candidate for partisan office who is opposed to a candidate nominated by the Republican Party or who fails to pay dues in accordance with Section 1.05 or who pays any obligations to the Republican Party with a check drawn on a closed account or returned for non-sufficient funds ("bad check").

Section 1.03.5 PROCESS FOR REMOVAL OF MEMBERS

Prior to such removal, censure or reproof, except for non-payment of dues or payment to the Republican Party of any obligation by a "bad check" for which the Executive Committee may remove the member, a written statement setting forth the alleged causes for removal, censure or reproof shall be filed with the Chairman. Within ten days, the Chairman shall notify the accused member and supply him with a copy of the charges. The accused member may file a written answer to these charges within thirty days. At the conclusion of this period or upon receipt of the reply, the Chairman or the Secretary, in the event the charge is against the Chairman, shall appoint an investigating committee consisting of not less than three regular members. The investigating committee may provide for a hearing and shall provide such hearing upon request of the accused member. The committee then shall report to the Executive Committee who shall determine what action shall be taken. Any member removed, censured or reproofed by such action may appeal the decision to the next meeting of the Committee. Any action to remove, censure or reprove a member pursuant to section 1.03 must be taken during the term in which the act causing removal, censure or reproof occurred or during the term immediately thereafter. The period of removal, censure or reproof shall be for the remainder of the person's term of appointment.

**Section 1.03.6 REMEDY FOR FAILURE TO EXHAUST
ADMINISTRATIVE REMEDIES**

Any member who brings or assists in bringing a legal action against the California Republican Party or its officers instead of exhausting

all of the administrative remedies provided for in Article XV shall be, upon a factual finding and motion approved by the board, removed as a member of the State Central Committee and shall be ineligible for later appointment to the State Central Committee.

Section 1.04 VACANCIES

Each County Chairman may recommend to the Chairman qualified individuals for consideration in filling vacancies in the Associate Membership. If the quota of Associates is not filled within six months following the organizational meeting, or within sixty days following a vacancy in an Associate Membership previously appointed, the Chairman may fill such vacancy or vacancies only from the names recommended by the County or Counties where such vacancies occurred. Should any County Chairman fail to recommend qualified individuals, the Chairman may fill vacancies at large not to exceed the maximum otherwise authorized.

Section 1.05 DUES

Membership dues for all regular and appointive members of the Committee shall be the amount of twenty-four (24) dollars per year. Dues shall be remitted by members to the Republican State Central Committee not more than thirty (30) days after formal notification from the treasurer of said Committee. Dues of Associate Members shall be sixteen (16) dollars per year except for those Associate Members under 30 years of age whose dues shall be twelve (12) dollars per year. Dues of Youth Associate Members shall be six (6) dollars per year. A final ten-day notice by registered or certified mail shall be sent by the Chairman prior to removal of a member for non-payment of dues. No member whose dues are unpaid as of the deadline set for any meeting of the Committee may vote at any such meeting.

ARTICLE II Meeting of Members

Section 2.01 TIME AND PLACE OF ORGANIZATIONAL MEETINGS

The first and organizational meeting of the Committee shall be held biennially in the first quarter of each odd-numbered year at Sacramento, California, on a date fixed by the Board of Directors. Other meetings either regular or special, shall be held either at such time and place as may be designated by the Committee, or, in the absence of such a designation, upon call of the Chairman, or in the absence or inability to act, upon call of the Vice-Chairman, or in the event of his absence or inability to act, upon call of any officer, which shall designate the time and place for the holding of the meeting.

Section 2.01.5 TIME AND PLACE OF REGULAR MEETINGS

Regular conventions and meetings of the Committee shall be held no less than twice each calendar year so that the proper business and important activities of this body can be constructively and continuously pursued.

Section 2.02 NOTICE OF MEETINGS

Notice of meetings of the Committee, other than the biennial organizational meeting, shall be in writing, mailed to the last address of each member on file in the office of the Committee, mailing to be made at least thirty (30) days prior to the date of such meetings. If the office of the Committee has no address for such member, the mailing to the office of the Committee shall be considered as proper notice. The notice shall state the time and place of the meeting and may include an agenda of the business intended to be conducted at such meeting, provided that the inclusion of such agenda shall not limit the business to those items mentioned in the notice.

Section 2.03 QUORUM

A quorum of the State Central Committee is a majority of the entire membership represented either in person or by proxy. A regular member who has not paid his or her annual dues by 9:00 a.m. on Sunday, the day on which voting occurs, will not be considered as a member for purposes of determining a quorum.

Section 2.04 PROXIES

1. At any meeting of the Committee other than the organizational meeting, any regular or associate member may be designated as a proxy for only one (1) member. At any organizational meeting any regular or associate member may be designated as proxy for no more than two (2) members. At any meeting of the Committee other than the organizational meeting, any such proxy(s) shall be submitted to the Chairman or the Chairman of the Proxies and Credentials Committee no later than 10:00 a.m. on the Saturday preceding the Sunday business session. At any organizational meeting, any such proxy(s) shall be submitted to the Chairman or the Chairman of the Proxies and Credentials Committee no later than 9:00 p.m. of the Friday preceding the Sunday business session.
2. Proxies for any convention or meeting of the Committee shall be in the form prescribed by the Board of Directors and shall be made in writing under penalty of perjury by the person giving the proxy. The use of a photocopy of an approved form shall not be a reason to invalidate the proxy.
3. A person who has granted a proxy in the prescribed form may revoke or change a proxy only in writing under the penalty of perjury. Where more than one proxy is given by a member, the one dated subsequently shall be given effect over the one dated earlier. Any writing which revokes or changes a proxy must be received by the Committee not later than the date and time set forth in subsection (a) above, and shall indicate the name of the person whose proxy is revoked, the date said proxy was given, and the

name of any person or agent to whom the proxy form was given.

Section 2.05 VOTING

1. Voting shall be by regular and appointive members only, in person or by proxy. The Chairman shall preside over the election of the new Chairman at the organizational meeting, as necessary. Upon election, the newly-elected Chairman shall preside at the election of other officers of the Committee.

In cases other than the election of officers, voting shall be by voice or the Chairman may request a poll of the county delegation, in which case proxies shall sit in the district of the member represented by them. A roll call may be demanded by 250 or more members, in which case the roll shall be called of the regular members, and such member or his proxy shall vote when his or her name is called. In the case of the election of officers, voting shall be by secret ballot.

2. General Business: Organizational Meeting of Committee; Election of Officers.

The general business session of the organizational meeting shall be convened by the Chairman at 10:00 am on Sunday morning. The first order of business shall be the report of the Credentials Committee. The next order of business shall be the report of the Rules Committee.

The next order of business shall be the election of officers, as provided in Section 2.05(1) hereof. The election of officers shall be conducted by secret ballot, except that in each case where there is no contest for the office, the officer may be elected by acclamation.

Section 2.06 UNWELCOME ORGANIZATIONS

1. Organizations whose express purposes and/or activities are inimical or hostile to, or in direct contradiction with, Republican philosophy and principles shall not be welcome as organizational exhibitors, hospitality function hosts, or officially recognized participants in conventions and meetings of the California Republican Party or its State Central Committee.
2. Sponsorship of such groups as "Republicans for < Democratic Candidate >," high levels of campaign spending on behalf of opponents to Republican candidates, and/or routine opposition to Republican candidates, nominees, and/or ballot issues shall constitute prima facie evidence of hostility to Republican philosophy and principles.
3. Neither the California Republican Party nor its personnel shall in any way cooperate with unwelcome organizations in promoting, arranging, or facilitating their meetings, their display tables, or the presence of individuals representing the interests of such organizations in conventions and meetings of the California Republican Party.
4. The Chairman of the California Republican Party shall be empowered to designate organizations as "unwelcome" under the provisions of this Section. Such designations by the Chairman may be nullified by a two-thirds majority vote of the Rules Committee or by a simple majority vote of the eligible voters in the General Membership Meeting.
5. A simple majority vote of the Rules Committee, subject to override by a two-thirds majority vote of the eligible voters in the General Membership Meeting, shall also be sufficient to designate an organization as "unwelcome" under the terms of this Section. A simple majority vote of the eligible voters in the General Membership Meeting shall also be sufficient to designate an organization as "unwelcome" under the terms of this Section. Statements proposing

designation of an organization as "unwelcome" may be presented through the normal Resolution process.

6. Designations by the Chairman or by the Rules Committee made under this Section in advance of a convention or meeting of the California Republican Party shall take effect at that convention or meeting. Designations/overrides by the General Membership shall take effect at the next convention or meeting of the California Republican Party.
7. Reinstatement: An organization which has previously been designated as unwelcome at conventions and meetings of the California Republican Party may have that designation removed by a simple majority vote of the eligible votes in a General Membership Meeting. A formal Resolution which recommends reinstatement, executed and signed by a Member or Associate Member, must have been submitted by the normal Resolutions deadline prior to that General Membership Meeting.

6.

**ARTICLE III
The Executive Committee**

Section 3.01 NUMBER OF EXECUTIVE COMMITTEE

The Chairman shall appoint an Executive Committee consisting of not more than one hundred (100) regular or appointive members of the Republican State Central Committee, including, but not limited to, the following:

1. All elected officers of the Republican State Central Committee.
2. One person from each Senatorial District not otherwise represented.
3. The elected or nominated constitutional officer for Governor, Lieutenant Governor, Attorney General, Secretary of State, Controller, Treasurer and Insurance Commissioner, or the designees of the elected constitutional officers.
4. California's Republican National Committee Members.
5. California's elected or nominated Republicans for the United States Senate.
6. Two members to be selected by the California Republican Congressional delegation, or the designees of those selected members.
7. Two members to be selected by the Republican State Senators.
8. Two members to be selected by the Republican State Assemblymen.
9. Sixteen County Chairmen, one each to be selected by the County Chairmen of the following districts:

- (A) Northwest Counties: Del Norte, Humboldt, Lake, Mendocino and Sonoma.
- (B) Upper Central Valley: Butte, Glenn, Shasta, Siskiyou, Tehama and Trinity
- (C) Upper Northeast: Lassen, Modoc, Plumas and Sierra.
- (D) Sacramento Valley: Napa, Sacramento, Solano and Yolo.
- (E) South Sacramento Valley: Colusa, Nevada, Placer, Sutter and Yuba.
- (F) San Joaquin-Mother Lode: Alpine, Amador, Calaveras, El Dorado, Mono, San Joaquin, Stanislaus and Tuolumne.
- (G) Central California: Fresno, Kings, Madera, Mariposa, Merced and Tulare.
- (H) Bay Area: Alameda, Contra Costa, Marin and San Francisco.
- (I) South Bay Area: San Benito, San Mateo and Santa Clara.
- (J) South Coast: Monterey, San Luis Obispo and Santa Cruz.
- (K) Tri-County: Santa Barbara and Ventura.
- (L) Los Angeles Basin: Los Angeles.
- (M) Southeast Area: Inyo, Kern, Riverside and San Bernardino.
- (N) Southern: Imperial, Orange and San Diego.

- (O) Two additional County Chairmen to be selected by the Chairman.

In the event that a county chairman representing the district described in subdivisions A, B, C, D, E, F, G, H, I, J, K, M, or N cannot attend a meeting of the Executive Committee, he or she may designate one of the other county chairman from a county listed in the same subdivision to vote in his or her stead by written notice to the Chairman of the State Central Committee received prior to such Executive Committee meeting.

10. The president or chairman, as the case may be, of each statewide volunteer organization chartered by the State Central Committee or by the Republican National Committee: Provided if such organization is chartered by the Republican National Committee, it has been approved for this purpose by the Executive Committee of the State Central Committee, and the President, Vice President, Secretary and Treasurer of the Association of Republican County Chairmen.

11. The elected Associate Representative.

Section 3.02 EX-OFFICIO MEMBERS

All Republican legislators and County Central Committee Chairmen not designated in Section 3.01 shall be ex-officio members of the Executive Committee, but shall not be counted in constituting a quorum and shall not have the right to vote.

Section 3.03 POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

The Executive Committee is hereby granted all powers and duties of the Committee as provided by law.

Section 3.04 RULES AND REGULATIONS OF THE EXECUTIVE COMMITTEE

The Executive Committee may adopt such additional rules and regulations as it may deem necessary and proper which are not inconsistent with the Standing Rules and Bylaws.

Section 3.05 MEETINGS OF THE EXECUTIVE COMMITTEE

1. The Executive Committee shall meet at such time and place as is designated in any call for a meeting issued by the Chairman or, in the absence or disability of the Chairman, the State Vice Chairman.
2. Notice of Meetings: Any call and notice for a meeting of the Committee issued as prescribed in Section 2.02 shall be automatically and without specific designation therefore, considered as, and shall constitute, a call and notice for a meeting of the Executive Committee, subject to the understanding that in such event the Executive Committee meeting will be convened only if a quorum of the full Committee is not present. In addition to the above, notice of a meeting of the Executive Committee may be given at any time by the Chairman or the State Vice Chairman to the members of the Executive Committee in the same manner as giving them a notice of a meeting of the Committee, except that it shall be given not less than five (5) days prior to such meeting.
3. Quorum: A majority of the membership of the Executive Committee represented either in person or, as provided herein by designated alternate, shall constitute a quorum for the purpose of transacting business.
4. Voting: Voting in the Executive Committee shall be in person only, and voting by proxy shall not be permitted; provided, however a designated alternate for a county

central chairman, as provided in subdivision 3.01 (9) shall be entitled to vote. No person appointed pursuant to this article shall have more than one (1) vote.

Section 3.06 OFFICERS OF THE EXECUTIVE COMMITTEE

The regularly elected officers of the Committee shall likewise be the officers of the Executive Committee.

Section 3.07 VACANCIES

Any vacancies occurring in the Executive Committee through resignation, death, or otherwise, shall be filled by appointment in the same manner as the appointment was made of the member whose position has become vacant.

Section 3.08 REMOVAL OF MEMBERS APPOINTED BY CHAIRMAN

The Chairman may remove any of his or her appointed members to the Executive Committee made pursuant to subdivisions 3.01 (2) and 3.01 (9)(O) if and at the time the member has missed two consecutive meetings of the Executive Committee.

ARTICLE IV Officers

Section 4.01 OFFICERS

The following shall be the elected officers of the Committee to serve for the two-year term following the organization meeting or until their successors be elected and qualified: Chairman, State Vice Chairman, Regional Vice Chairman for Northern California, Regional Vice Chairman for Central California, Regional Vice Chairman for Southern California, Secretary, First Assistant Secretary, Second Assistant Secretary, Treasurer and Assistant Treasurer. In addition, the following shall be honorary officers of the Committee: The Republican National Committee Members for California and the President of the Association of the Republican County Central Committee Chairmen of California. The Committee may appoint such additional subordinate officers as it may deem necessary from time to time. The office of the Chairman and State Vice Chairman shall rotate between the North and the South in accordance with provisions of the Election Code of California. This section shall be effective as of the organizational meeting in 1979.

Section 4.01.1 RESTRICTIONS ON ELIGIBILITY FOR OFFICE

(a) Any person who holds elected public office as a State Constitutional Officer, State Legislator, Member of Congress, or a full-time member of a county Board of Supervisors, or a full-time staff person employed by any of the above listed public officers, or who has announced his or her candidacy or had filed nomination papers for such public office, whichever occurs first, shall not be a candidate for or serve as an officer of the California Republican Party. Upon the occurrence of one of the above conditions, with respect to any elected officer, a vacancy shall exist in the office held by that officer, which shall be filled according to Section 4.04. This provision shall become effective at the organizational meeting in February 1993.

(b) No person may be elected to the same office of the Committee for more than two terms. Notwithstanding section 4.04 of these bylaws, this subsection shall also apply to any person who has been appointed or elected to fill an unexpired term or a vacant office, if the person so appointed or elected serves for more than one-half of the unexpired term. This amendment shall be effective immediately; however, if any person currently serving as an officer of the Committee at the time of this amendment, the current term of office shall be counted against the officer's term limit for that office.

Section 4.01.5 REGIONS FOR PURPOSES OF ELECTION OF REGIONAL VICE-CHAIRMEN

For the purpose of electing Regional Vice Chairmen, Northern, Central and Southern California shall be defined as follows:

Northern California shall consist of the following counties:

Alameda, Alpine, Amador, Butte, Colusa, Contra Costa, Del Norte, El Dorado, Glenn, Humboldt, Lake, Lassen, Marin, Mendocino, Modoc, Napa, Nevada, Placer, Plumas, Sacramento, San Francisco, San Mateo, Santa Clara, Santa Cruz, Shasta, Sierra, Siskiyou, Solano, Sonoma, Sutter, Tehama, Trinity, Yolo and Yuba.

Central California shall consist of the following counties:

Calaveras, Fresno, Inyo, Kern, Kings, Madera, Mariposa, Merced, Mono, Monterey, San Benito, San Joaquin, San Luis Obispo, Stanislaus, Tulare and Tuolumne.

Southern California shall consist of the following counties:

Imperial, Los Angeles, Orange, Riverside, San Bernardino, San Diego, Santa Barbara and Ventura.

Each region may caucus to nominate a candidate for Regional Vice Chairman, and membership in such caucus shall be limited to regular members. Notwithstanding the action of any regional caucus, additional nominations may be made from the floor.

Section 4.01.6 POWER TO APPOINT SERGEANT AT ARMS

A Sergeant at Arms shall be appointed by the Chairman.

Section 4.02 DUTIES OF OFFICERS

1. Chairman.

- (A) The Chairman shall be the chief executive officer of the Committee and the Chairman of the Board of Directors and shall have general supervision, direction, and control of the business and activities of the Committee and over the officers of the Committee, subject to the general direction of the Board of Directors as provided in Article VI, Section 6.03.
- (B) The Chairman shall preside at all meetings.
- (C) The Chairman is authorized and empowered to make such appointments as may be required or permitted under the law to be made by the Chairman or by the Committee.
- (D) The Chairman is authorized and empowered to accept resignations submitted by members and associate members of the Committee and to fill vacancies as provided for herein. With regard to the organizational meeting, vacancies shall be filled within the period as provided by Section 9165 of the Elections Code; otherwise, within a period of thirty (30) days from the time when such appointment can first be made.
- (E) The Chairman shall carry into effect, or cause to be carried out, instructions and orders of the Committee and perform such other duties as may be prescribed by law, rules or regulations.

(F) In carrying out his duties, the Chairman shall recommend and the Board of Directors shall approve the appointment of an Executive Director. Dismissal of an Executive Director shall be by majority vote of the Board of Directors.

(G) The Chairman shall be an ex-officio member of each standing committee, but shall not be counted for purposes of constituting a quorum.

(H) The Chairman may expend funds from the Reserve for Unbudgeted Items in an amount set forth in Article X herein; however, any expenditure from such fund shall require the approval of at least the Vice-Chairman or the Treasurer of the Committee, both of whom shall have unrestricted access to all financial and other records of the California Republican Party.

2. **State Vice Chairman:** In the absence or disability of the Chairman, the State Vice Chairman shall perform all of the duties of the Chairman, and when so acting shall have the powers of, and be subject to, all of the restrictions placed upon the Chairman. The State Vice Chairman shall have such other powers and perform such other duties as from time to time may be prescribed by the Committee.

3. **Regional Vice Chairmen:** The Regional Vice Chairmen shall act for and on behalf of the Chairman in connection with the County Central Committees of their region, subject to the direction of the Chairman, and shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Chairman of the Committee.

4. **Secretary and Assistant Secretary or Secretaries:** The Secretary shall be responsible for the keeping of the records of the membership and the proceedings of the Committee. The Assistant Secretary shall assist the Secretary in his duties and perform the duties of the Secretary in the absence or disability of the Secretary. The Secretary and the Assistant Secretary shall have such other powers and

perform such other duties as from time to time may be prescribed for them by the Committee.

5. **Treasurer and Assistant Treasurer:** The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of all of the properties and business transactions of the Committee, including its assets, liabilities, receipts and disbursements. The Treasurer shall receive, have custody of, and be responsible for all money belonging to the Committee. The Treasurer shall deposit all money and other valuables in the name of, and to the credit of, the Committee with such depository as may be designated by the Committee. He shall disburse the funds of the Committee in accordance with the budget or as may be ordered by the Committee. The Treasurer shall be responsible for the preparation and maintenance of a manual of financial policies and procedures to be approved by the Budget and Expenditure Committee. The books of account shall at all reasonable times be open for inspection by all Committee members. Upon request of the Chairman, or the Committee, the Treasurer shall render a report and account of all his transactions as Treasurer, and of the financial condition of the Committee. At the end of his term of office, the Treasurer shall transfer to his successor all of the Committee's assets, accounts and records under his control and obtain a receipt therefore from his successor. The Assistant Treasurer shall assist the Treasurer in the performance of his duties, and in the absence or inability of the Treasurer to act, shall perform the duties of the Treasurer. The Treasurer and the Assistant Treasurer shall have such duties as may be prescribed by the Committee.

Section 4.03 ELECTION OF OFFICERS

The officers shall be elected at the organizational meeting of the Committee as provided by the Elections Code of the State of California.

Section 4.04 VACANCIES

1. Should a vacancy occur in the office of the Chairman, by reason of resignation, death or otherwise, the State Vice Chairman shall succeed automatically to that office: provided however, the Vice Chairman shall serve only as acting Chairman for the remainder of the term and shall not be prohibited from being elected to the office of Chairman in the following term.
2. Should a vacancy occur in any elective office other than Chairman, by reason of resignation, death or otherwise, that vacancy shall be filled by appointment by the Chairman and confirmed by the Executive Committee. Such officer shall have the power to act in carrying out the duties of his office pending his confirmation.

Section 4.05 REMOVAL OF OFFICERS

The Committee or the Executive Committee may remove from office any elected officer who publicly endorses any candidate other than himself for election prior to any contested primary election, or who allows the name of the Committee to be used to imply such endorsement.

ARTICLE V

Standing Committees other than the Executive Committee

Section 5.01 STANDING COMMITTEES CREATED

Standing Committees, other than the Executive Committee are hereby created and shall consist of the following:

1. Committee on Proxies & Credentials;
2. Rules Committee;
3. Resolutions Committee;
4. Finance Committee;
5. Committee on Volunteer Organization;
6. Cal Plan Committee;
7. Research Committee;
8. Speakers Bureau;
9. Veterans Committee;
10. Platform Committee;
11. Political Education Committee;
12. Precinct Organization Committee;
13. County Central Committee Chairmen's Committee;
14. California State Congressional Target Committee;
15. Budget and Expenditure Committee; and,
16. Other such special committees as the Chairman may find necessary or advisable for the conduct of the business of the State Committee.

Section 5.02 APPOINTMENT AND TERM OF COMMITTEES

At the commencement of each term, the new Chairman of the Committee shall as soon as reasonably convenient after the election appoint the standing committees, the members of which shall serve for a two-year term or until their successors are elected and are qualified. The Committee on Proxies and Credentials shall consist of one regular member from each Senate District. All other standing committees shall consist of at least five (5) regular

members and as many associate members as the Chairman shall determine. The membership of the California State Congressional Target Committee shall be chosen in the manner prescribed in Section 5.03 (7).

Section 5.03 DUTIES OF STANDING COMMITTEES

The duties of the standing committees shall be as follows:

1. **PROXIES AND CREDENTIALS COMMITTEE.** The Proxies and Credentials Committee, at each meeting of the Committee or of the Executive Committee, shall review the credentials of all members present. It shall review any proxies that have been presented for use at a meeting of the Committee and, at the request of the Chairman, shall report on the standing and status of all members and their proxies present and whether or not there is sufficient attendance to constitute a quorum.
2. **RULES COMMITTEE.** The Rules Committee shall consider proposed amendments to the standing Rules and Bylaws as provided in Article XI.
3. **RESOLUTIONS COMMITTEE.** The Resolutions Committee at all meetings of the Committee or of the Executive Committee shall receive, consider and report on all general resolutions proposed for adoption for the meetings. No such resolutions shall be considered at the meeting until a favorable report by the Resolutions Committee, except by a two-thirds (2/3) vote of the voting members present. The Resolutions Committee may, at its discretion, initiate and prepare resolutions and report the same to the members for consideration.
4. **FINANCE COMMITTEE.** The Finance Committee, with the approval of the Chairman, shall have the authority to develop, put into effect and carry out plans to raise funds to support the activities of the Committee. The Chairman shall appoint the Finance Chairman or Co-Chairman.

The Golden Bears shall be a major donor organization of the California Republican Party, with minimum annual dues of \$10,000. The Chairman shall appoint the Chairman of the Golden Bears. The Chairman of the Golden Bears shall be a member of the Finance Committee.

The Golden Circle is a major donor organization of the California Republican party, with minimum dues of \$1,000. The Chairman shall appoint the Chairman or Co-Chairmen of the Golden Circle. The Chairman or Co-Chairmen of the Golden Circle shall be members of the Finance Committee.

The Chairman, Vice Chairman and Treasurer shall be ex-officio members of the Finance Committee.

5. **COMMITTEE ON VOLUNTEER ORGANIZATIONS.** The Volunteer Organizations Committee shall cooperate with the various Republican volunteer organizations in developing the greatest possible utilization of their energies on behalf of the Republican Party. In the event that a volunteer organization petitions the Committee under Section 12301 of the Elections Code of the State of California, this committee shall conduct an investigation and report to the Chairman.

The California Republican Party will consider for charter, any organization whose primary purpose is supporting and promoting the Republican principles and platforms, and will not consider organizations based on special agendas, such as: Republicans motivated by profit, Republicans for certain life-style preferences or orientations, Republicans for any personal agenda.

(A) CHARTERED ORGANIZATIONS

Any organization currently chartered as of September 1991 by the California Republican Party is deemed to be in good standing under the provisions of these policies.

Good standing shall be maintained by these chartered organizations by providing the following

documentation by February of every odd numbered year.

- (1) Names and addresses of a minimum of 100 registered Republican members. All volunteer organizations in good standing in September 1991 will have twenty-four months, until September 1993, to meet the membership name requirement.

(2) A list of the organization's officers.

- (3) The following nationally chartered volunteer organizations:

California College Republicans;
California Federation of
Republican Women, with the
proviso that said charter in no way
contravenes or supersedes the
charter granted the California
Federation of Republican Women
by the National Federation of
Republican Women; and
California Young Republicans

and the state chartered California
Republican Assembly and the California
Republican League, shall be permanently
chartered organizations exempt from the
bi-annual requirements set forth in this
section, other than the requirement of
submitting annually a list of their
organizational officers.

- (4) A copy of the bylaws or other governing documents on file.

(B) GUIDELINES FOR PETITIONING ORGANIZATIONS

Any Republican Organization wishing to affiliate with and be chartered by the California Republican Party may petition the Chairman for chartering provided that:

- (1) The membership of the petitioning organization consists exclusively of registered Republican voters. In the case of youth groups with members under the age of 18 years who declare their intention to register as Republicans upon reaching the age of 18.
- (2) The petitioning organization has a statewide membership of a minimum of 200.
- (3) It shall have units in at least ten of the 58 Counties of not less than ten members each. Three of these units must have been chartered by their respective County Central Committees.
- (4) The petitioning organization shall have units distributed in the three regions: North, Central, and South, as outlined in the California Republican Party bylaws, Section 4.01.05.
- (5) The petitioning organization shall submit a copy of their bylaws or other governing documents for approval.
- (6) Names and addresses of at least 200 Republican members.
- (7) A list of the organization's officers.

(C) CHARTERING PROCEDURES

- (1) Any petition for chartering must be accompanied by the above documentation.**
- (2) Upon receipt of a petition for chartering, the Chairman shall immediately refer the petition to the committee on Volunteer Organizations for investigation. When the committee has had sufficient time to conduct its investigation, it will report its recommendations to the Committee at its next scheduled meeting.**
- (3) The Committee shall have the authority to charter or de-charter an organization.**
- (4) All information related to membership lists and financial affairs submitted by a petitioning organization shall be strictly confidential. No such information submitted by a petitioning organization shall be distributed and/or sold without prior written approval of the organization.**

(D) CERTIFICATION OF CHARTERED VOLUNTEER ORGANIZATIONS

- (1) Henceforth, at the organizational meeting of every new State Party administration, each Volunteer Organization must submit a report to**

the Secretary of the Party verifying that its organization continues to meet its minimum requirements for chartering as outlined in Section A.

- (2) Any organization that fails to submit a report or indicates in its report that it no longer meets the minimum requirements, shall be placed on probation for a period not to exceed one year, to bring the organization into compliance or revocation of the charter will take place.**
- (3) Each Volunteer Organization, in good standing, by the September Convention, each odd numbered year, shall receive a "Charter Certificate" signed and dated by the Chairman.**

(E) SUSPENSION OF CHARTER

The Executive Committee is hereby authorized to suspend or revoke the charter of any organization, other than the permanently chartered organizations listed in Section 5.03(5)(A)(3), that:

- (1) Brings discredit to the Republican Party;**
- (2) Is unable to conduct its business in an orderly fashion;**
- (3) Endorses or supports anyone other than a Republican for a partisan elective office;**
- (4) Fails to maintain the minimum requirements for membership as set forth in Section (A).**

(F) REVOCATION OF CHARTER FOR FAILURE TO EXHAUST ADMINISTRATIVE REMEDIES

The charter of any organization that brings or assists in bringing a legal action against the California Republican Party or its officers instead of exhausting all of the administrative remedies provided for in Article XV shall, upon a factual finding and motion approved by the Board, be revoked for a period of two years.

6. **CALIFORNIA PLAN COMMITTEE.** The California Plan Committee, herein designated as the "California Plan" is authorized and empowered to serve as an independent agency for the purpose and with the duty of conducting the election campaign and/or campaigns, including the financing thereof, for and on behalf of Republican nominees for election to any state, county or local partisan office, specifically excluding, however, all nominees and candidates for election to any federal office or for election as presidential or vice-presidential elector. The Treasurer of the Committee shall serve as Treasurer of the California Plan and shall receive, disburse and keep all monies contributed or disbursed for campaign purposes, segregating the same from the funds of any other campaign agencies of the Republican Party and from other funds of the Committee. The California Plan shall prepare and file a campaign statement in accordance with the law, which statement may be filed independently of or as a separate part of the filing of the Committee.
7. **CALIFORNIA STATE CONGRESSIONAL TARGET COMMITTEE.** The California State Congressional Target Committee shall be composed of all incumbent Republican Congressmen in the California Delegation, the Chairman and State Vice Chairman of the Republican State Central Committee, the National Committeeman and Committeewoman from California, and citizen members, one from the districts established under the provisions of Article III, Section 3.01 (9). Citizen members to be selected by mutual agreement between the Chairman and the Campaign Chairman of the Congressional delegation.

In the event that a mutual selection is not made from one or more of the districts, the County Chairman representing the district(s) on the RSCCC Executive Committee shall be automatically appointed to this committee. The Congressional Target Committee will work with the officers of the RSCCC in the establishment of a fundraising program compatible with State Committee programs. A separate bank account, in the name of the RSCCC, will be established to ensure that funds raised for Congressional purposes are so disbursed, and that their disbursement complies with all federal election laws. The signatures on said account will be an appointee of the Chairman of said Committee, and an appointee of the RSCCC Chairman.

8. **PLATFORM COMMITTEE.** The Platform Committee shall draft a platform as required by the California Election Code. The Committee shall submit a draft platform to the general membership for adoption, or recommend that the existing platform be re-adopted in its existing form at the Spring meeting of the State Committee in presidential election years.
- (A) The Platform Committee shall consist of the following members:
- (1) The Chairman of the State Central Committee who shall serve as Chairman of this committee.
 - (2) All Vice Chairmen, the Secretary and the Treasurer of the State Committee.
 - (3) The Floor Leaders, Caucus Chairmen and Whips of the California State Assembly and Senate.
 - (4) The Speaker of the State Assembly and the President Pro Tem of the State Senate, if these offices are held by Party members.
 - (5) Incumbent State Constitutional officers, if they are members of the Party.

(6) Incumbent United States Senators from California, if they are members of the Party.

(7) The Delegation Chairman of the U.S. House of Representatives, or his designee.

(8) The National Committeeman and National Council Chairman.

(9) The President of the County Central Committee Chairmen's Association, or his designee.

(10) If incumbent, or if none, the nominee for each Assembly and Senatorial District.

(11) One member (not representing mandated platform committee members under paragraph 18) (A) subsection 1 through 10 above) from each Assembly District to be elected by the members of the Assembly District by June 1 of year prior to the year in which a presidential election will be held.

(B) Members of the Platform Committee:

(1) Duties of the committee shall be to select a drafting committee of one member for each four members of subsection 8(A), one member for each four members from paragraph 9, and one member for each four members from paragraph 10, and one member for each four members from paragraph 11.

(2) The drafting committee shall meet and draft a platform which shall be

presented to the full Platform Committee no later than February 1 in presidential election years for its consideration and action.

(3) The Platform Committee shall present the recommended platform to the full Committee for its consideration and approval at the Spring Meeting in presidential election years.

(C) Quorum. The presence in person of fifty (50) members shall constitute a quorum for the purpose of transacting business.

9. BUDGET AND EXPENDITURES COMMITTEE

(A) Membership: The Budget and Expenditure Committee shall consist of up to twenty (20) members composed of up to ten (10) standing members and ten (10) appointed members.

(1) The standing members shall be: 1. The Chairman; 2. The Vice Chairman; 3. The Treasurer; 4. The Finance Chairman; 5. The highest elected Republican state constitutional officer; 6. The Republican Senate Leader of the California Senate or a Senator designated by the Leader; 7. The Republican Assembly Leader of the California Assembly or an Assemblyman designated by the Leader; 8. The Chairman of the California Republican Congressional Delegation or a Member of Congress designated by the Delegation Chairman; and 9. The elected Republican United States Senator or Senators.

(2) The appointed members shall be as follows: 1. The Chairman shall have four (4) appointments; 2. The Vice Chairman

shall have (3) appointments; and, 3. The Finance Chairman shall have three (3) appointments;

- (3) The Chairman shall appoint from the members of the Budget and Expenditure Committee a Chairman of the Budget and Expenditure Committee who shall serve at the pleasure of the Chairman.

(B) Duties: The duties of the Budget and Expenditure Committee are as follows:

- (1) To prepare the bi-ennial budget and make recommendations for any necessary modifications thereof to the Board of Directors.
- (2) To monitor compliance with the budget assuring that actual or anticipated expenditures do not exceed actual or anticipated revenues.
- (3) To monitor compliance with financial reporting laws.
- (4) To report to the Board of Directors any departures from approved budgets and established financial procedures.

(C) Meetings: The Budget and Expenditure Committee shall meet within thirty (30) days of the bi-ennial convention for purposes of proposing a budget for approval by the Board of Directors, as provided in Article X, Section 10.02, and thereafter once within each calendar quarter, and additionally as often as is required to perform its functions.

10. Quorum: A majority of the members of the committee shall constitute a quorum.

11. Each committee may adopt and amend from time to time standing rules not inconsistent with these Bylaws governing its procedures and policies. A current copy of such standing rules shall be filed by the Chairman of the Standing Committee with the Secretary of the Committee.

Section 5.04 MEETINGS OF COMMITTEES

Meetings of the standing committees shall be on call of the Chairman or Vice Chairman of the Committee or Chairman of the Standing Committee at such time, place and on such notice as they may designate.

Section 5.05 VACANCIES ON STANDING COMMITTEES

In the event a vacancy on any standing committee is created by death, resignation or other cause, the Chairman shall, as soon as reasonably possible, fill said vacancy by appointment. Likewise, at any meeting of any standing committee, if a quorum of the members regularly appointed is not present, the Chairman of the Committee may make temporary additional appointments to serve only during and for the purpose of such meeting.

Section 5.06 REPORTS OF COMMITTEES

All standing committees may report on any subject within the scope of that committee at each meeting of the Committee, and upon designation of the Chairman, at each meeting of the Executive Committee, and such other times as the Chairman of the Committee may direct.

**ARTICLE VI
Board of Directors**

Section 6.01 MEMBERSHIP OF BOARD OF DIRECTORS

The Board of Directors of the Committee, herein called the "Board", shall consist of the following: The elected officers of the committee; the Republican National Committeeman and National Committeewoman; the Finance Chairman of the Committee; the Chairman of the Budget and Expenditure Committee; the President of the County Chairmen's Association; the highest ranking Republican statewide partisan officeholder, in the order listed in Section 1.01(a)(1)(A) of the Bylaws, or the designee of that officeholder; the Republican U.S. Senator(s) or the designee(s) of that officeholder; the Republican Leader of the State Senate (hereinafter "Senate Leader") or a Senator designated by the Senate Leader; the Republican Leader of the State Assembly (hereinafter "Assembly Leader") or an Assembly member designated by the Assembly Leader; the leader elected by the California Republican Congressional Delegation or a member of the delegation designated by the delegation. The designee of elected officeholders provided in this section shall be the same individual for the term of the Board of Directors.

Section 6.02 RESPONSIBILITIES OF THE BOARD

1. The business and operations of the Committee shall be managed by the Chairman under the general direction of the Board of Directors in accordance with these bylaws.
2. The powers of the Board shall be subject to and limited by the provisions of the Elections Code of California, by any limitations in these bylaws, and the powers of the Committee.

3. The Board shall not endorse, support or oppose any candidate for partisan nomination in a partisan primary election or for non-partisan office or any state or local ballot measure.

Section 6.03 MEETINGS OF THE BOARD

1. The Board shall meet once within each calendar quarter, and at such other times as designated by the Chairman;
2. Upon written request to the Chairman by two-thirds (2/3) or not less than thirteen (13) Board Members, the Chairman shall call a Board Meeting to be convened within fourteen (14) days from the date of receipt of the written request.
3. The Board shall meet in California at such place designated by the Chairman or a majority of the Board.
4. The Board of Directors shall meet thirty (30) to forty-five (45) days prior to the general election.

Section 6.04 QUORUM

The presence in person of a majority of the members of the Board shall constitute a quorum for purposes of transacting business.

Section 6.05 VOTING

Voting in the Board Meetings shall be in person only and voting by proxy shall not be permitted. Each Board Member shall have one vote.

Section 6.06 CONDUCT OF MEETINGS

1. At every meeting of the Board, the Chairman or, in his absence, the Vice Chairman or, in his absence, the Secretary shall preside. The Secretary of the Committee or the Assistant Secretary in the absence of the Secretary, shall act as Secretary of the Board.
2. Members of the Board may participate in any meeting through use of conference telephone or similar communication equipment, whenever such participation is authorized by resolution adopted by the Board.
3. At each meeting of the Board, the order of business and items shall be those matters set forth in Robert's Rules of Order Newly Revised. In addition, reports shall be made by the Chairman, Treasurer, Finance Chairman, Executive Director, Political Director, and such persons as may be requested by the Chairman or a majority of the Board.

Section 6.07 ACTION WITHOUT MEETING

Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents must be filed with the minutes of the Board. Action by written consent has the same force and effect as a vote of the members of the Board.

Section 6.08 DUTIES OF THE BOARD MEMBERS

Each Board Member shall perform the duties of a member of the Board in good faith, and in a manner that such Board Member believes to be in the best interest of the Committee.

Section 6.09 BOARD STANDING COMMITTEES

1. Two standing committees of the Board are hereby created, consisting of an Audit Committee and an Operations Committee. The Board may establish such other standing committees as may be necessary and proper to the performance of its duties.
2. At the commencement of each term, the Chairman shall appoint from members of the Board a committee chairman and other members of each standing committee, as provided herein, except that the Audit Committee may not have as a member the Chairman, Vice Chairman, Treasurer, Assistant Treasurer, or Finance Chairman.
3. The standing committees may contain as ex-officio members persons who are not members of the Board of Directors, as otherwise provided herein.

Section 6.10 AUDIT COMMITTEE

The Chairman shall appoint an Audit Committee of three (3) members to assist in monitoring the effectiveness of financial controls. The Audit Committee shall establish an appropriate system of financial controls and monitor the effectiveness of such controls, and shall report to the Board on compliance with proper financial control practices and recommendations. All members of the Committee shall serve at the pleasure of the Chairman.

Section 6.11 OPERATIONS COMMITTEE

The Chairman shall appoint an Operations Committee, consisting of five (5) members, including the Vice Chairman and the Treasurer, to review and make recommendations to the Board concerning the programs, projects and personnel of the Committee. The Chairman shall appoint a Chairman of the Operations Committee, who shall be a member of the Board. All members of the Committee shall serve at the pleasure of the Chairman.

Section 6.12 TRANSACTION WITH COMMITTEE

Any contract or other transaction between the Committee and one or more of its Board members, or any corporation, firm, or association in which one or more Board members has a material financial interest, is void unless:

1. The material facts as to the transaction and as to the Board Member's interest are fully disclosed or known to the Chairman or Vice Chairman prior to the time such contract or transaction is approved by the Chairman or Vice Chairman, and the amount does not exceed one thousand five hundred dollars (\$1,500);
2. The material facts as to the transaction and as to the Board member's interest are fully disclosed or known to the members of the Board, and the Board approves or ratifies the contract or transaction in good faith by a vote sufficient without counting the vote of the interested Board member or Board members and the amount does not exceed twenty-five thousand dollars (\$25,000).
3. As to any contract or other transaction for which the amount exceeds \$25,000, it shall be considered for approval or ratification by the Executive Committee without counting the vote of any interested member or members of the Executive Committee.

ARTICLE VII Endorsements

Section 7.01 PRE-PRIMARY ENDORSEMENTS FOR PARTISAN ELECTIVE OFFICE/DIRECT PRIMARY

Neither the Committee nor any Republican County Central Committee shall endorse, support or oppose any candidate for the Republican nomination in a contested election for any partisan elective office at a direct primary election, except as specified in Section 7.02 with respect to a special election for nomination or election to a partisan elective office.

The California Republican Party shall have the authority to endorse in any state Assembly, state Senate, state Board of Equalization, state Constitutional, Congressional or United States Senate Republican primary in which one or more of the candidates for the Republican nomination has voted to override an incumbent Republican Governor's veto of any reapportionment bill.

The endorsement of the California Republican Party shall be granted by majority vote and shall be in order at any general session of the State Central Committee without Committee action required.

Section 7.02 PRE-PRIMARY ENDORSEMENTS FOR PARTISAN ELECTIVE OFFICE/ SPECIAL PRIMARY ELECTION

Where there is more than one Republican candidate for nomination for election in a special primary election, the Committee shall not endorse, support or oppose any candidate for the Republican nomination or election to any partisan elective office in such a special election, except in the following manner and circumstances:

1. written notice of the proposed action has been given at least ten (10) days in advance of the meeting of the Board of Directors to all persons entitled to vote;
2. a hearing is held and the candidates affected are given an opportunity to appear: and,
3. one of the following situations occurs:
 - (A) a candidate receives a three-fourths (3/4) majority vote of the Board of Directors, which vote is in concurrence with a previous endorsement, support or opposition voted by the Republican County Central Committee (s) having jurisdiction over the affected district office, as provided in Section 7.03; or
 - (B) if the Republican County Central Committee(s) having jurisdiction over the affected district office has (have) not voted to endorse, support or oppose a candidate for the affected district office as provided in Section 7.03 at least thirty (30) days prior to the special primary election, a candidate receives a three-fourths (3/4) majority vote of the Board of Directors.

**Section 7.03 REPUBLICAN COUNTY CENTRAL
COMMITTEE PRE-PRIMARY
ENDORSEMENTS FOR PARTISAN
ELECTIVE OFFICE/SPECIAL
PRIMARY ELECTIONS**

Where there is more than one Republican candidate for nomination or election in a special primary election, no Republican County Central Committee shall endorse, support or oppose any candidate for nomination or election at a special primary election except in the following manner and circumstances:

1. notice of the proposed action is given at least ten (10) days in advance of the Central Committee meeting to all persons entitled to vote;
2. a hearing is held and the candidates affected are given an opportunity to appear;
3. a candidate receives a two-thirds (2/3) majority vote: and
4. the action is concurred in by all other Republican County Central Committees which have jurisdiction over the affected election district, in compliance with the provisions of subsections 1. through 3. above.

Section 7.04 DEFINITIONS

1. "Partisan elective office" includes the offices of President of the United States, Governor, United States Senator, Lieutenant Governor, Attorney General, Secretary of State, Controller, Treasurer, Insurance Commissioner, Member of the State Board of Equalization, Member of the United States House of Representatives, Member of the State Senate; Member of the State Assembly; and member of the Republican County Central Committee.
2. "District office" means Member of the United States House of Representatives, Member of the State Senate, and Member of the State Assembly.

ARTICLE VIII
Liability of Officers and Directors

The Committee shall indemnify and hold harmless its officers and directors from any monetary judgment, fine or penalty, including costs of suit and reasonable attorneys' fees, resulting from any acts or omissions of the officer or director, excepting intentional, grossly reckless or grossly negligent acts or omissions arising from activity of the officer or director on behalf of the Committee.

ARTICLE IX
Parliamentary Rules

Section 9.01 PARLIAMENTARIAN

The Chairman of the Rules Committee, or some member of such Committee designated by such Chairman, shall act as parliamentarian of each meeting of the Committee or Executive Committee.

Section 9.02 AUTHORITY OF ROBERT'S RULES OF ORDER

In all cases not provided for by the Elections Code or the Standing Rules and Bylaws of the Committee, the authority shall be Robert's Rules of Order Newly Revised.

Section 9.03 LIMITS ON AMENDMENTS

When an action is under debate or before the Committee, no amendment shall be in order when such amendment relates to a different purpose than the original action. No motion or proposition on a subject different from that under consideration shall be admitted as an amendment.

Section 9.04 REQUIREMENT OF A SECOND

No motion, either oral or written, shall be adopted until the same shall be seconded and distinctly stated to the Committee by the Chairman.

Section 9.05 PRECEDENCE OF MOTIONS

When an action is under debate or before the Committee, no motion shall be received but the following which shall take precedence in the order named:

- First -To lay on the table
- Second -For the previous question
- Third -To limit or extend the limits of debate
- Fourth- -To postpone to a time certain
- Fifth -To Commit or refer or re-refer
- Sixth -To amend
- Seventh -To postpone indefinitely

Section 9.06 SUSPENSION OF THE RULES

Any standing rule or Bylaw of the Committee or the Executive Committee may be suspended temporarily by a vote of 2/3 of the members present: provided, that such temporary suspension shall apply only to the matter under immediate consideration, and in no case shall it extend beyond an adjournment.

Section 9.07 NOTICES

1. The Board of Directors of the Committee shall prescribe the form of notices of meetings, conventions, vacancies, appointments to membership and proxies for the Committee.
2. The Chairman of the California Republican Party, or his designated agent, shall be responsible for the sending of notices in the prescribed form of such meetings, conventions, vacancies, proxies and appointments to membership.
3. Any notice of a convention or of a meeting of the Executive Committee shall include, at a minimum: the dates, times and location of the convention or meeting; the proposed agenda for the meeting, including a summary of

proposed amendments to the Bylaws which may be presented at the convention or meeting for a vote; and whether the convention or meeting shall consider any action under Article VII of these Bylaws. This notice shall be made by any guaranteed overnight delivery service or by first-class mail, postage prepaid, to the intended recipient and postmarked on or before any deadlines for notice herein.

**ARTICLE X
Fiscal Affairs**

Section 10.01 FISCAL YEAR

The Committee's fiscal year shall commence on the first day of January.

Section 10.02 FISCAL YEAR BUDGETS.

1. Within thirty (30) days prior to the start of each calendar year, the Budget and Expenditure Committee shall propose to the Board of Directors for approval a budget for the next annual period. Thereafter, within sixty (60) days after the bi-ennial convention, the Budget and Expenditure Committee shall propose to the Board of Directors for approval a complete and detailed annual budget, setting forth all proposed expenditures and estimated revenues. The annual budget shall provide that expenditures shall not exceed revenues. A Budget shall be adopted by the Board not later than fifteen (15) days thereafter. The Budget may be amended upon recommendation of the Chairman and/or the Budget and Expenditure Committee and approval of the Board.
2. The budget shall provide that expenditures shall not exceed revenues and shall project revenue and expenditures by month.
3. The budget shall provide for a transition fund to be spent after the end of the preceding fiscal year and before the adoption of the next bi-ennial budget.
4. The budget may provide a Reserve for Unbudgeted Items of a cumulative amount not greater than \$100,000. No single expenditure from the Reserve of more than \$25,000

shall be made without the approval of the Board of Directors. Any expenditures from the Reserve of less than \$25,000 may be disbursed by the Chairman, with the prior approval of the Vice Chairman or Treasurer of the Committee.

5. After approval of a budget by the Board, neither the Chairman nor the Treasurer shall disburse Committee funds or honor any obligations except those that are in accordance with the budget approved by the Board.
6. Checks in payment of duly authorized expenditures drawn against the funds of the Committee shall be signed by any two of the following: the Chairman, the Vice Chairman, the Secretary, the Assistant Secretary, the Treasurer, the Assistant Treasurer, or the Finance Chairman, or by one such person and the Executive Director.

Section 10.03 MAJOR CONTRACTUAL AND FINANCIAL TRANSACTIONS

1. Any proposed contract, transaction or other obligation which exceeds \$100,000 in amount shall not be entered into without the approval of the Board of Directors.
2. Any proposed contract, transaction or other obligation the performance of which extends beyond the term of office of the Chairman or Board of Directors shall not be entered into without the approval of the Committee or the Executive Committee.
3. Members of the Board of Directors shall have personal liability for commitments made in contravention of Section 10.03, subdivisions 1 and 2.

Section 10.04 FINANCIAL REPORTS

1. The Chairman shall submit to the Board of Directors on a monthly basis, by the end of the month following, a written report comparing actual revenue and expenditures to budgeted revenue and expenditures.
2. The Chairman shall submit to the Board of Directors a semi-annual written report comparing actual revenue and expenditures to budgeted revenue and expenditures for the preceding six-month period. Such report shall be submitted no later than sixty days following the close of the period.
3. The Board shall select a certified public accounting firm which firm shall render an annual audit of the financial statements. Such audit report shall be submitted to the Audit Committee no later than March 31 of each year.
4. The Treasurer shall cause to be prepared and filed all financial reports required by federal, state and local law, including payroll tax returns, income tax returns, and campaign reports.

Section 10.05 CONTROLLER

The Committee shall employ full time an accountant who shall assume the duties and functions of a Controller and shall assist the Committee in preparing all budgets and financial reports, maintain all accounting records and assist the Treasurer in preparing all reports required by law.

Section 10.06 DONOR LIST

The CRP donor list, developed and maintained by the CRP, is the main source of revenue to support the CRP. To maintain the integrity of this list, Executive Committee approval is required before it can be rented to or used by, any other entity.

Section 10.07 RESTRICTIONS ON FULL TIME CRP EMPLOYEES

Full-time CRP employees shall not have another salaried or compensated occupation without disclosure to the Board.

ARTICLE XI
Office and Headquarters

Section 11.01 LOCATION OF OFFICE

The committee shall have an office and headquarters located at 1903 West Magnolia Boulevard, Burbank, CA 91506. The books and financial records of the Committee shall be located at this office. The location of this office may be changed only upon the approval of the Executive Committee. The Chairman of the Committee may designate such additional offices for the Committee as, in his opinion, may be necessary and proper.

ARTICLE XII
Selection of Presidential Electors

Section 12.01 ELECTORS

In each year of the statewide general election at which electors of the State of California are elected to cast electoral votes for the office of President and Vice-President of the United States, the following persons shall act as electors, pursuant to California Elections Code Section 9010:

1. The Republican nominees for the office of Governor, Lieutenant Governor, Treasurer, Insurance Commissioner, Controller, Attorney General and Secretary of State;
2. The senior Republican member of the California State Board of Equalization;
3. The Republican nominees for United States Senator from California at the last two United States Senatorial elections;
4. The State Assembly Republican Leader;
5. The State Senate Republican Leader;
6. All elected officers of the Republican State Central Committee;
7. The Republican National Committeeman and National Committeewoman;
8. The President of the Republican County Central Committee Chairmen's Association; and,
9. The chairman or president of each Republican volunteer organization which is officially chartered by the Republican State Central Committee.

10. All remaining positions of Presidential electors to which the State of California is entitled, and the positions of alternate electors to fill any vacancies that may exist because of the absence of one of the electors enumerated above, shall be filled by appointment of the Chairman of the Committee.

Section 12.02 PROHIBITION ON CONGRESSMEN FROM SERVING AS ELECTORS

Notwithstanding Section 12.01, no United States Senator or Representative from California, nor any person holding an office of trust or profit of the United States, may serve as a presidential elector.

Section 12.03 CHAIRMAN TO FILE LIST OF ELECTORS

The Chairman shall prepare and transmit to the California Secretary of State a list of electors and alternate electors, not later than October 1st of each such presidential election year.

**ARTICLE XIII
Amendments**

Section 13.01 PROCEDURE FOR CONSIDERING AMENDMENTS

Proposed amendments to the Bylaws shall be submitted in writing to the Chairman no fewer than forty (40) days prior to a meeting or convention of the Committee, who shall submit them to the Board of Directors within three (3) business days. The Chairman shall refer proposed amendments to the Rules Committee for consideration. Notice of any proposals submitted, shall be given to the members no fewer than twenty (20) days prior to a meeting or convention of the Committee. No proposal or amendment to a proposal submitted and noticed in the manner provided herein shall be considered by the Committee unless it is germane to a proposal so submitted and noticed. The Rules Committee shall make a report on such proposed amendments to the next meeting of the Committee. Except for proposed amendments to Article I, Section 1.01, Article VII of the Bylaws and to this requirement for two-thirds (2/3) majority vote, which may be amended only by a two-thirds (2/3) majority vote, amendments may be approved following a favorable report by the Rules Committee by a majority vote of those voting or, in the absence of a favorable report by the Rules Committee, such amendments may be adopted by a two-thirds (2/3) vote of the voting members present.

ARTICLE XIV
Incorporation of Elections Code

The provisions of California Elections Code, Part 3, Chapters 1, 2, and 3 (Sec. 9200 through 9279, inclusive) and Section 11702, as presently enacted, are incorporated in their entirety into and as a part of these Bylaws, and shall constitute Bylaws of this Committee notwithstanding any subsequent amendment, repeal or invalidation of those provisions in the Elections Code, except as inconsistent with other specific provisions of these Bylaws.

Section 14.01 EFFECTIVE DATE

All provisions of these amendments, except for Article I, Section 1.01, shall go into effect immediately.

The provisions of Article I, Section 1.01, shall go into effect for regular and appointive memberships for the biennial organizational meeting in 1989.

ARTICLE XV
Exhaustion of Administrative Remedies

Section 15.01 EXHAUSTION OF ADMINISTRATIVE REMEDIES

1. The following disputes and conflicts are subject to this Article:
 - (A) Regarding the Bylaws;
 - (B) Between the CRP and any member and/or CRP chartered organization;
 - (C) Between or among any members or CRP-chartered organizations with respect to these Bylaws.
2. All members or CRP-chartered organizations with any dispute or conflict subject to this Article must first exhaust their administrative remedies pursuant to Section 15.01(3) and if still unsatisfied, then subject such conflict or disputes to binding arbitration pursuant to Section 15.02. This Article constitutes the sole source of legal relief for all disputes subject to this article.
3. The administrative remedies of the CRP for disputes and conflicts are as follows:
 - (A) **Member Disputes and Conflicts.** Members with disputes and/or conflicts subject to this Article must first submit such disputes and/or conflicts to the CRP Rules Committee for resolution which must act within thirty (30) days of receipt thereof. Any decision pursuant to this Article by the CRP Rules Committee may be appealed by any party to the dispute to the CRP Board of Directors which must act within thirty (30) days of receipt thereof.
 - (B) **Chartered CRP Organization Disputes and Conflicts.** Chartered CRP Organizations with

disputes and/or conflicts subject to this Article must first submit such disputes and/or conflicts to the CRP Volunteer Organization Committee for resolution which must act within thirty (30) days of receipt thereof. Any decision pursuant to this Article by the CRP Volunteer Organizations Committee may be appealed by any party to the dispute to the CRP Board of Directors which must act within thirty (30) days of receipt thereof.

Section 15.02 MANDATORY BINDING ARBITRATION OF ALL DISPUTES

If a member or CRP Chartered Organization is a party to a dispute or conflict subject to this Article and such member or CRP Chartered Organization has exhausted all administrative remedies set forth in this Article, such member or CRP Chartered Organization may, by notice as herein provided, require that the dispute be submitted under the Commercial Arbitration Rules of the American Arbitration Association to an arbitrator in good standing with American Arbitration Association within fifteen (15) days after such notice is given. Any such arbitrator so selected is to be mutually acceptable to both parties. If both parties are unable to agree upon a single arbitrator, each party, at its respective cost and by giving written notice to the other party, shall appoint one (1) arbitrator. If either party does not appoint an arbitrator within ten (10) days after the other party has given notice of the name of the arbitrator, the single arbitrator appointed by the party giving notice shall be the sole arbitrator and such arbitrator's decision shall be binding upon both parties. If two (2) arbitrators are appointed, these two (2) arbitrators shall appoint a third arbitrator who shall proceed to resolve the question. The appointment of a third arbitrator shall be made within (10) days following the appointment of the first two (2) arbitrators. If the two (2) arbitrators first appointed cannot agree upon a third arbitrator, the third arbitrator shall be chosen by the Presiding Judge of the Superior Court of the County Of Los Angeles, State of California. Each party shall bear one-half (1/2) of the cost

of appointing the third arbitrator and of paying the third arbitrator's or agreed arbitrator's fees. The written decision of the single arbitrator ultimately appointed by or for both parties shall be binding and conclusive on the parties. Judgment may be entered on such written decision by the single arbitrator in any court having jurisdiction and the parties consent to the jurisdiction of the Municipal and Superior Court of Los Angeles, California for this purpose. Any arbitration undertaken pursuant to the terms of this section shall occur in Los Angeles, California. All notices given pursuant to this Article shall be in writing and shall be sent certified mail, return receipt requested.

(As adopted 2/22/87; Amended 9/27/87; Amended 2/21/88; Amended 9/10/89; Amended 7/20/90; Amended 2/24/91; Amended 9/15/91; Amended 2/29/92; Amended 9/20/92; Amended 2/28/93; Amended 9/19/93 and further Amended 2/27/94).